

CRYSTALPUNK



CAMPAIGN GUIDE

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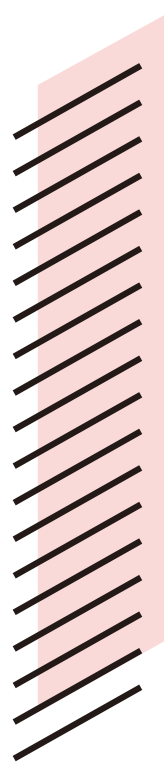
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PREFACE

Ever since I was young, I've always thoroughly enjoyed making things; the act of creation, especially that of experiences, rather than static objects. Even this book is intended to be an experience; a journey through the world—in addition to supplementing the experience of the game. When running Crystalpunk games, you'll be creating an experience as well, and I hope you have as much fun creating that experience as I did working on this project.

Crystalpunk began as a single paragraph in one of my previous campaigns; I had decided to make a lengthy campaign guide for myself for that game, and it was included as a far-off, technologically advanced land the players would likely never encounter. Once that campaign concluded and I prepared for a second, my players wanted some more futuristic elements like guns, so I decided to delve into this far-off land and flesh it out completely.

The first campaign was set in a traditional fantasy world, so I wanted this new campaign to feel like it fit in with that. So my creative journey began with pushing the limits of a traditional fantasy world further and further into the future, while trying to maintain some sense of a realistic technological progression. At first, the magitech felt steampunk-like, but it eventually grew more and more futuristic, as I gained inspiration from various cyberpunk media and the world progressed into how it looks like today. Along the way, so many of my thematic ideas were inspired by music, synthwave and darksynth especially. You can find the artists that inspired me most a few pages back, in the credits.

Then came the Kickstarter—a massive risk, but an incredible journey. We were absolutely stunned with the amount of support we received and we are so appreciative of every single one of our backers for helping us bring this world to life. Working on this project alongside my friends has been an absolute blast and I am absolutely ecstatic to be able to bring a fully realized world that others can use at their tables. This was my first big project, and it has been a great learning experience. I'm hoping for many more just like it.

With that, I welcome you all to venture into the world of Crystalpunk. Don't take it too seriously, and be sure to lean into the campy and cheesy aspects of the genre. This is a complex world, there are a lot of ideas, and you don't have to use all of them. I just hope you have fun with everything presented and urge you to put your own ideas into the world as well—get creative with it, and don't hold any ideas back! This world is yours now—for every one of you, it's time to make it your own.

Zac Hussein
Project Lead

INTRODUCING YOUR HOST:

REVERB



REVERB *Hello Prismatic Falls!* Welcome to the Rainy Report, your favorite late night arcanocast for the long haul. I'm your new host, Reverb, fresh from the streets of our wonderful city to dive deep into current events. I'm joined by my good friend Chatterbox, your favorite hyenafolk co-host!

CHATTERBOX Pleasure to be here Reverb, it's good to hear a new voice in this field.

REVERB That's a good point, Chatter. Who am I? I'm a tiefling, I write music in my spare time, and I'm from the same streets as you all! I've been through some of the things you guys have, and I know way more about what happens down there than the other show hosts.

CHATTERBOX Heh, enough about you Reverb, let's get on with the show!

REVERB (Chuckles) Good point. I hope all our listeners will bear with me as I debut, so don't change that spell just yet, even if I make a few mistakes. I'm glad you're all here with us tonight. **Now, let's get on with the show!**

—THE RAINY REPORT WITH **REVERB**



WELCOME TO CRYSTALPUNK

Welcome to a world where your personal sidearm uses your body's mana as ammo and a vicious demon fuels the engine of your brand new ride. It's a world where spellslingers and mercenaries fight side-by-side against nightmarish monsters in the streets, while corporate cults are blinded by their pursuit of wealth and power. It's a world where every resource is pushed to its limit using arcane technology. When you die, not even your soul is safe. Mana fuels this ever-advancing society, and there is no richer source than the soul of a humanoid. This world is also one of opportunity and vicious beauty, it's a place of complex mysteries, unimaginable heists, exotic locations, and death-defying battles. It's a place where risk-takers can truly thrive and where action hides behind every corner.

THE CONTINENT OF AYSTA

The continent of Aysta is built upon a core theme of the abuse of resources and how far civilizations will go for the sake of progress and greed. It is a **terrible place**—where every source of power is stretched to its absolute limits and every person is worked to the bone, and even after they die, their souls are later used to further fuel the greed of those at the top. Danger lurks both inside and outside of civilization; with nightmarish creatures plaguing the most advanced city on the continent, and savage wars raging across the broken lands outside of it. On Aysta, if something can go wrong, it does.

The foundation of Crystalpunk's worldbuilding is the rules of 5th Edition, in specific—the mechanics regarding magic, spells and monsters, as well as common fantasy tropes, such as the concepts of mana and souls. Aysta is a cynical version of this type of fantasy world pushed far into a dark future. Religious cults have used their godly powers to become megacorporations; spells and magic were advanced to be used as technology, and the fiendish creatures once feared by the masses were enslaved to fuel vehicles.

Aysta is a dark place and it handles even darker themes and concepts—from the worth of a soul, to eternal torture after death, to even the concept of the city's greatest fears manifesting as monsters in the streets. To pursue heroics on Aysta, one must do whatever it takes—change here never comes easy.

While Aysta is certainly an awful place, for those that choose to live on the edge—risk their lives for a thrill or for a greater purpose, it can be a place of

dreams. It is a land full of dangerous, yet electrifying battles to the death, countless mysteries waiting to be solved, and a lawless land where just a few people could truly make a difference with just their conviction and arcane weaponry by their side.

WHAT'S IN THIS BOOK?

This book is your guide to playing Crystalpunk games and extended campaigns set in the world of Aysta. It guides players through the process of creating characters and guides Game Masters through the process of running Crystalpunk games.

This introduction provides an overview of the world, describing its core themes, its history in brief, and the unique aspects of daily life.

Chapter 1 is your guide to creating Crystalpunk characters. It offers a variety of options—races, classes, subclasses, backgrounds, equipment, feats, and spells, which can be used in Crystalpunk games or any other setting. The introductory section of the chapter also details how you can make a character that fits into the world of Aysta.

Chapter 2 details the continent of Aysta, firstly discussing its history, the universe at large, how its magical technology functions, and its cults and religions. It then provides an overview of the vast and varied locations on the continent, providing ideas for missions along the way.

Chapter 3 is all about running Crystalpunk games, providing new rules and mechanics, including stat blocks for vehicles, non-player characters, and monsters, as well as guiding Game Masters through creating and running missions in Aysta.

THINGS TO KNOW

THE WORLD IS TERRIBLE
ATTITUDE IS EVERYTHING
TECHNOLOGY IS FUELED BY MAGIC
IT'S THE DARK FUTURE OF A FANTASY WORLD
MYSTERIES LIE AROUND EVERY CORNER
BELIEFS CAN BECOME REAL
NIGHTMARES HAUNT THE STREETS
STRANGE LANDS LIE OUTSIDE THE CITY
UNIQUE NEW RACES LIVE IN THE WORLD
TO SURVIVE, **LIVE ON THE EDGE**

What is Crystalpunk? Here's a brief overview of the core themes and key features of the world:

A Terrible World. Aysta is a cutthroat place full of tough choices and dangerous situations where there is almost never a right answer. The world's resources are stretched thin, and those in power do their best to abuse what's left; it's a place where technology is fueled by demons and the souls of the dead. The cities are dystopian, wars plague the continent, and terrors born in nightmares crawl through the veil to haunt the streets. Everyone on Aysta looks out for themselves, and the only way to survive is to do the same.

Punk Attitude. Aysta is a world owned by the brave and the stylish. Those who thrive are the risk takers willing to take a leap of faith to get ahead. It's a world where reputation is everything—it's not about what you do, but how good you look doing it. Where tense confrontations often turn violent, others' perception of you is key; exuding confidence can end a fight before it even starts.

Technology is Fueled by Magic. Whenever a source of power is discovered in Aysta, advancements are always made to abuse it to its full potential. There is no greater example than magic—with the Falls using mana drawn from captured demons and its citizens' very souls to fuel their technology. The continent is a futuristic world without the use of electricity or computers—it uses spells, magical crystals, and engines fueled by demons as its technology.

Futuristic Fantasy. Aysta is a fantasy continent set far in the future, where magic has been extensively researched and pushed to its limits. Fantasy races now live in megacities run by corporate cults, battle each other on the streets with arcane firearms, and fend off nightmares created by misuse of magic with their own spells.

Neo-Noir Mysteries. The continent of Aysta is brimming with mysteries to solve, and Prismatic Falls is the perfect setting for neo-noir mysteries. Throughout this book are mysteries without solid answers to them, instead being answered through a random table or by your own ideas, each of which can create a starting point for your players to become embroiled in an investigation.

Beliefs Can Become Real. Be careful what you believe in. It is known that strong, collective beliefs shape not only the gods, but reality itself. Curses laid in without magic but with conviction can become real, the cults bargain with the gods by manipulating their believers, and monsters can be shaped by your worst fears.

Nightmares Haunt The Streets. The void is a dimension where living nightmares—manifestations of people's fear—lurk. The overuse of magic has torn the fabric between their reality and ours, causing terrifying creatures to leak directly from the darkest parts of a person's mind into the streets.

Exotic and Dangerous Locations. The continent of Aysta is vast and widely varied, with locations such as a towering, futuristic megacity, a war torn medieval empire, and a dense jungle full of ancient ruins. Wherever you find yourself on the continent, there's always something to explore. The more dangerous the place, the more likely it is to be untouched; the most valuable treasures, most beautiful landscapes and oldest relics can be found where few have been before.

New Roles, New Races. The fantasy races you know exist in this world, but their roles are different to what you may be used to. Nine new races also inhabit this world, each either born by a catalyzing event or is only born under special circumstances.

SOME HISTORY

Aysta is a world built on magic and technological progress, the rapid improvement of which was made possible by the crystals abundant on the continent. As the power of arcane crystals was recognized and they began to be utilized, great restructures of political powers took place. Larger settlements were formed, and religious engagement became the hallmark of a moral individual. A church-based federation government was created from these ideals, and they lead the nation and city of Prismatic Falls to this day, beating back several revolts and outcries of exploitation and manipulation of citizens along the way.

Meanwhile, the Shattered Empire has faced different problems over the previous few millennia. They are the archetype of tradition and past glory; a long ago powerful and technologically advanced collection of states who are now unable to see past their infighting and scrambling for resources. Their lack of crystal deposits have stymied their growth, and they are now reliant on Prismatic Falls trade for magical and magitech advancement. Their renowned blacksmiths continuously work to increase the power of the empire, yet they're unable to catch up to the speed of Federation evolution.

The other areas of Aysta, the Overgrowth and the Scorching Frontier, have remained mostly untouched until recent years as the Federation's material riches drained and they were forced to look for external resource deposits. The Overgrowth, the native land of the beastfolk, has been plundered for its magic-infused creatures, arcane crystals and ancient technology, and the Frontier has been invaded by demon collectors and bounty hunters to fuel the endless Federation engines and vehicles. This is a world where everyone fights for themselves—where people are actively encouraged towards the exploitation and ignorance of others, and care little for anything else. But that's progress.

A COMPLEX WORLD

The world of Crystalpunk is fairly complex. As a Game Master, you shouldn't expect to get everything right in your first campaign, but don't be disheartened! There's always more concepts to explore in Aysta, and throughout your sessions you can focus on more detailed concepts as you grow more comfortable with the specifics of the setting.

LIFE IN AYSTA

This section provides a few details about everyday life in Aysta: languages, currency, calendar, and slang.

LANGUAGES

Languages in Aysta are wide and varied, consisting of a mix of tongues from and derived from specific races and locations. As Aysta progressed, the language of Common developed as a trade language, then became the main language across all areas of the continent. Some new languages are also introduced in this section, described after the below tables.

With your GM's approval, you can exchange a language granted by your race for another one on either of the language tables below.

LANGUAGE	TYPICAL SPEAKERS	SCRIPT
STANDARD LANGUAGES		
Common	Prismatic Falls; trade language across all of Aysta	Common
Celestial	Devout cult members, celestials	Celestial
Dwarvish	Dwaves, the Ebon Stone	Dwarvish
Elvish	Elves, the Verdant Arrow, the Azure Spark	Elvish
Imperial	The Shattered Empire	Elvish
Infernal	Tieflings, demon hunters, fiends	Infernal
Orcish	Orcs, the Crimson Blade	Goblin
Runic	Mages, rune technicians (written only)	Runic
Wild	Beastfolk, the Overgrowth	Sylvan
EXOTIC LANGUAGES		
Ancient	The Precursors (now extinct)	Runic
Draconic	Dragons, dragonborn, kobolds	Draconic
Eternal	Eternals	Runic
Giant	Giants	Dwarvish
Gnomish	Gnomes	Dwarvish
Goblin	Goblinoids	Goblin
Halfling	Halflings	Common
Nomadic	Nomads	—
Primordial	Elementals	Draconic
Sylvan	Fey	Sylvan

NEW LANGUAGES

Imperial is the harsh, practical language of the Shattered Empire derived from both Elvish and Orcish.

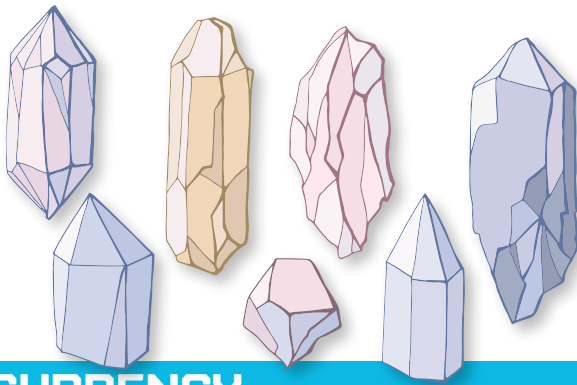
Runic is a language that is only written, making up the contents of all runic magic across Aysta.

Wild is the rhythmic, gentle language of the beastfolk, adapted from the Fey that lived among them.

Ancient is the language of the long-dead Precursors. Few today can understand it, and none can speak it.

Eternal is the intricate, menacing language of the eternals, seemingly derived from Ancient.

Nomadic is the language of the otherworldly nomads, consisting of specifically ordered musical tones.



CURRENCY

"A Rifle of Fireballs? Certainly, but it'll cost you quite a few rares. Ten-thousand gems worth, at least. You got the rocks?"

— Riddle, a magic item vendor

In Aysta, transactions small and large are handled through a variety of different crystals. While such crystals were precious in the past, the discovery of the crystal mines, which now reside under the city of Prismatic Falls, turned them into a common trading good and eventually into the central currency throughout the continent. Nowadays, most of these crystals are leftovers; mundane crystals that couldn't hold mana and failed to become arcane crystals.

The base currency is referred to as **Gems or Gem Pieces (gp)**, and comes in a variety of common crystals. They are often held in small cases and pouches and are sometimes referred to as Shards, Bits, or Rocks.

There is also a smaller denomination of currency called **Chips or Chip Pieces (cp)**, which are worth one-hundredth of a gp. These are only ever used for smaller purchases and come in the form of smaller, shattered pieces of crystal. Additionally, there are also more precious crystals worth more than one Gem Piece, based on their quality. These are often referred to as **Rares or Rare Pieces**, and are often more precious gems, such as diamonds, rubies, or emeralds.

When pricing anything in Aysta, a good rule of thumb is to treat **1 gp as 1 dollar**, and **1 cp as 1 cent**.

PIECE	VALUE	FORM
Gem Piece	1 gp	Common Crystals
Chip Piece	1 cp (1/100 of a gp)	Shattered Crystals
Rare Piece	Varies (10 gp, 100 gp, 1000 gp, etc.)	Precious Crystals

SOULS AND MANA

In Prismatic Falls, two major trade goods are used as a currency in some cases—captured souls and raw mana. A fresh captured soul is often bought and sold for around 500 gp, with partially drained ones being worth a lot less. Mana is often traded in small canisters, which often contain 100 gp worth of raw mana. Such canisters can compress the mana inside even further to trade mana in larger amounts.

CALENDAR

The common calendar of Aysta describes days that are 24 hours long, with seven days making up a week, four weeks making up a month, and twelve months making up a year.

The seven days of each week, in order, are Voca, Muta, Vina, Chanta, Lusa, Abjura, and Cojura. Each new year begins in winter and the twelve months in order are Reckoning, Truth, Justice, Harvest, Romance, Thrill, Glory, Order, Honor, Wisdom, Creation, and Celebration.

The common calendar of the Aysta tracks the years since The Shattered Empire, then known as the Iron Fist, founded their first city, using the abbreviation AE (Age of the Empire). While the original calendar originated in the Empire—with seasons being tracked instead of months, Prismatic Falls later adapted the calendar to what it is today.

By default, a Crystalpunk campaign begins on the 1st of Reckoning, AE 2082.

TERMS AND SLANG

Here are some common terms and slang used for things, people and concepts. Spells are marked in *italics*; if also marked with an asterisk*, they are new spells you can find in the Spells section on page 106.

Adept. A traditional spellcaster, such as a wizard.

Arcane Crystal. A crystal infused with mana, commonly used in magical technology.

Arcane Tools. Arcane devices that channel mana through the user to function. Includes hand tools, arcane firearms, instruments, prosthetics, etc.

Arcanocast. A live show broadcast using the *channel senses** spell—viewers use the spell to borrow the senses of a chosen audience member (often referred to as a *channel senses** vessel) to tune in.

Arcatech. A method of creating arcane devices using physical, hardened mana.

Autospell. A machine that converts mana into a specific spell; much slower than Manateks.

Cantrip Finger. A prosthetic that replaces a finger and allows the user to cast a single cantrip.

Cult or Church. A religious megacorporation with control over the city of Prismatic Falls.

Cultist. A member of one of the cults (see above).

Demon Hunter. One who hunts demons in the Scorching Frontier. They locate and capture them for them to later be used in Infernal Engines.

Ether Center. A shop common in Prismatic Falls that sells the casting of the *ethereal jaunt** spell on patrons.

Fixer. A middleman, deal maker, or information broker.

Flamelight. A light created by *continual flame*.

Handle. A nickname, often a street name.

Infernal Engine. An engine that uses a captured demon. They are primarily used in personal vehicles, trains, and elevators.

Journal Stone. A runed stone that can cast the *imbue knowledge** spell on itself, used to create audio diaries.



REVERB | Welcome back to the Rainy Report with Chatterbox and Reverb! And where better to escape a rainy day than Mrs B's, where the vibes are smooth and the drinks are always flowing. Come down to Mrs B's today, and get 10 percent off your first drink if you mention your man Reverb sent you. That's right, a full 10 percent off and the opportunity to experience this wondrous place for yourself.

– THE RAINY REPORT WITH REVERB

Knight. A noble warrior from the Shattered Empire who augments their body.

Living Nightmares. Monstrous creatures that manifests based on collective fears. They appear in places of high magic.

Mana. An arcane substance, created by the soul, that lies within all creatures and allows them to use magic and cast spells.

Manaslave. A worker whose only job is to slowly drain their mana into containers to be later sold.

Manatek. A specialized spellcaster that converts raw mana into spells. Sometimes also referred to as a Mana Technician or Spellworker.

Meeting Stone. A runed stone that allows two creatures to talk over distance by creating an illusory portal between them.

Pathfinder. Someone who explores the Overgrowth in search of relics and artifacts.

Psychopomp. A Manatek or Adept (see the previous terms) who specializes in capturing souls of the deceased.

Puddlestompers, Wetlanders, Muddies. Derogatory terms used to refer to those from the lower levels of Prismatic Falls, which lie under the clouds.

Runetech. A method of creating arcane devices using magical runes.

Runner. A tactical agent who specializes in Soulspace (see the term below).

Sentinel. A defender against living nightmares who are hired by the Nightmare Foundation; often also a freelance mercenary.

Skysider. One who lives above the clouds in Prismatic Falls.

State Colors. States in the Shattered Empire often refer to those from other states using their color, such as referring to the Crimson Blade as 'reds'.

Soulspace. The Ethereal Plane within Prismatic Falls, where many live second lives through their souls by using the *ethereal jaunt** spell.

Taking the Jaw. A criminal practice that involves removing the jaw of murdered witnesses, to avoid them revealing info through the *speak with dead* spell.

Thought Force. The concept or theory that the collective beliefs of those on Aysta can become real.

Thought Repository. A 'library' which contains many different beads with the *imbue knowledge** spell cast on them, which people touch and receive the information from.



ARCANE TECHNOLOGY

Aysta's technology is powered entirely by magic—it has become a futuristic world **without the use of electricity or computers**. Tasks large and small are performed by spells or arcane devices, and magic is extremely common wherever you go. This section provides a brief overview of how Aysta's magical technology functions. For a more in-depth look, see page 128.

Mana. Mana is the main power source that drives technology. It is generated in a few different ways—from people whose job is to produce mana, souls trapped in mana batteries, and the gods themselves.

Spells as Technology. Spells are the most common device used to perform tasks. They are most often cast by Manateks, who are spellcasters that use raw mana to cast spells. They are also cast by autospells, which are arcane devices that have the ability to cast spells by utilizing the power of a soul.

Arcane Crystals. Arcane crystals are special, magically infused crystals that are used to draw and manipulate mana from a user. These crystals are the core of every magical device and serve as the core component of arcane firearms, tools, instruments, and prosthetics.

Infernal Engines. When more power is required, such as for vehicles or elevators, Infernal Engines are used. These engines hold captured demons, which are used to power the machine. To keep these demons alive, they are fed a few souls every few months.

MAGITECH YOU MAY SEE

In almost every corner of Aysta you'll find magitech—the following section details some common magical things you might encounter. In the largest city on the continent, Prismatic Falls, you'll see all of the following, but beyond that, you'll most likely only see the most useful of the bunch.

In the following tables, spells are marked in *italics*; if they are also marked with an asterisk*, they are new spells you can find in the Spells section on page 106.

SPELLS IN THE CITY - D10

- 1 **Floating Structures** kept aloft by the *stasis** spell.
- 2 **Doors Without Door Knobs**, instead locked by *arcane lock*.
- 3 **Raven Familiars** created by *find familiar* flying through the city, delivering messages.
- 4 **Illusory Advertisements** created by *holographic image** along with audio coming from *magic mouth*.
- 5 **Street Lamps** lit by Manateks casting *continual flame*, creating Flamelights.
- 6 **An Autospell** casting *ethereal jaunt** on citizens in a special center, sending them to the Soulspace.
- 7 **Magical Messages** making a conversation on a wall, created by *inscribe**.
- 8 **A Sigil** on a wall which will be used to replay an event later with *visions of old**.
- 9 **A Thought Repository**, similar to a library, which is filled with small objects that hold information put in them by *imbue knowledge**.
- 10 **A Blue Flame** created by *warm/chill** in order to cool a room.

ARCANE DEVICES - D8

- 1 **Infernal Engines** which use demons to power trains, cars, hovercars, airships, and elevators.
- 2 **The Soulfueled**; a construct race powered by a soul.
- 3 **Citizens Talking Over Illusory Portals** created by Meeting Stones they each hold in their hands.
- 4 **Arcane Tools** being sold in a shop; arcane instruments, prosthetics, and firearms.
- 5 **A Magical Trash Can** that has had *pocket dimension** cast on it, sending all of the trash to another plane.
- 6 **A Journal Stone** on a corpse, containing one last entry before they attempted a robbery.
- 7 **Mana Tubes** pumping raw mana through the city.
- 8 **Souls Screaming** within a Spirit Tower, each being drained for raw mana.

MAGICAL CITIZENS - D10

- 1 **A Psychopomp**, in reaper-like attire, harvesting souls after a brutal firefight with *capture soul**.
- 2 **Construction Spellworkers** moving heavy objects with *minor telekinesis** and constructing elements using *break/repair**.
- 3 **A Criminal** using spells such as *mute** and *invisibility* to break into a bank.
- 4 **A Priest** using *divination* to aid an important decision and *lesser restoration* to heal a follower.
- 5 **An Arcanocast Show** being viewed by a citizen with their eyes closed, as they use *channel senses** to view it while having their hand in an autospell.
- 6 **Models** using *alter self* in a fashion show.
- 7 **Farmer Manateks** using *plant growth* to increase crop yield.
- 8 **Police Officers** using *visions of old** and *speak with the dead* to recover information from a crime scene, then *hold person* once they find the perpetrator.
- 9 **A Knight** from the Shattered Empire with magitech augments throughout their body.
- 10 **A Chef With A Finger Prosthetic**, which lets them use *prestidigitation* to flavor food.

MANATEK SPELL SERVICES

Manateks make up the majority of workers in places like Prismatic Falls and exist far beyond the city's borders. Some have governmental jobs, while others have their own stores, where they sell their services.

Many spells of 1st to 3rd level are available for purchase from Manateks throughout the continent, though spells that restore hit points, deal damage or grant combat utility (such as *mage armor*) are not available, as they have not been researched as of yet. In Prismatic Falls, 4th and 5th level spells can also be purchased, though one requires the right connections to gain access to Manateks who are equipped to cast them.

Common services include healing such as *lesser restoration* and travel services such as *ethereal jaunt*. Each of these spells are cast as rituals, so they take 10 minutes longer than normal. If the spell is being cast by an Autospell, that extra time is doubled. Here are the general prices for spells in Aysta.

SPELL LEVEL	PRICE
Cantrip (0th)	2 gp, but often done for free
1st	20 gp
2nd	50 gp
3rd	100 gp
4th*	300 gp
5th*	750 gp
Any ritual spell of 3rd-level or lower	2 gp per minute of total cast time

*only in Prismatic Falls, requires appropriate connections

REVERB A new spirit tower has just finished construction in the west, it should be up, running and filling our homes with its lifesaving mana within the next week.

MYAT Hehe, that'll be good for the Dead-Zone...

REVERB (sighs) Two abandoned Journal Stones were found during construction, and their contents revealed life during the early years of Prismatic Falls. Apparently there was a lot of greenery a couple hundred years ago.

MYAT Isn't it funny that the Contractors say the plants left because we don't believe enough, yet every other town, city and country is full of wildlife. There's plants everywhere, even in godless places like the Overgrowth. I think the Contractors are just full o-

[Myat is pulled off-screen]

[A short pause]

REVERB The Contractors are doing their best to ensure the prosperity of this city. If you have any concerns about the spirit tower operation visit Facility #1161 in the East Sector for reassurance.

– THE RAINY REPORT WITH REVERB

OTHER CONTENT IN CRYSTALPUNK

Almost all official and homebrew 5e material, including classes, subclasses, races, and stat blocks, will fit easily into Crystalpunk's world.

CHARACTER OPTIONS

Most official and homebrew character options fit within the world of Crystalpunk, and those that don't can be adapted with ease. Other races can find their homes in a variety of locations throughout Aysta, spells fit well into the already magic-focused world, and most classes and subclasses can easily be used without any narrative issues (especially classes with an 'inventive' theme!). However, some options with specific lore requirements may need a bit of tuning to fit into the world.

The only options which may clash with the worldbuilding of Crystalpunk are other options for backgrounds and equipment. Some of those options can however be reflavored into the world, with the primary goal of making them more futuristic.

CREATURES & STAT BLOCKS

Using external creatures and stat blocks is the core method of building Crystalpunk encounters. Most monsters will work in the world in a similar way as described in the section above, though they may appear in different contexts, and most humanoids will require some reflavoring to fit into the more futuristic world. For how to go about reflavoring creatures & stat blocks, see page 220.

LOCATIONS & WORLDBUILDING

You are encouraged to expand and alter the world of Crystalpunk to best fit the stories you are trying to tell. This book only covers one continent and does not describe every detail—as a GM, it is your job to fill in the gaps of the world when creating stories, as well as expand and alter the world with your own ideas, locations, and characters.

Ideas and concepts from other sources can easily work in Aysta. Feel free to borrow from any other books—you can even put premade adventures in the world. If these ideas are sourced from worlds with a traditional fantasy setting, they will most likely need to be reflavored into a more futuristic context. There are also locations in Crystalpunk where common fantasy elements and 'dungeons' are normal—such as the Shattered Empire and Overgrowth, and you can bring those types of fantasy ideas into those locations without much reflavoring at all.

CRYSTALPUNK IN OTHER WORLDS

You can use everything found in this book—such as character options, world ideas, and stat blocks, in your own words or in other official worlds at your table.

OPTIONS & RULES

All of the character options found in Chapter 1 can be used together or independently in other worlds, and most of the mechanics in that chapter, except for the background & equipment options, have been created to also work just as well in a traditional fantasy world. In worlds without any advanced technology, some of the options, such as the evolutionist class, might have to be reflavored or moved to a different context in order to work narratively.

The rules, vehicles, story advice, and stat blocks in Chapter 3 are primarily crafted for the world of Crystalpunk, and work well in similar magitech environments. In addition, some of the rules and stat blocks—particularly the living nightmare section of that chapter, also work well in typical fantasy worlds.

LOCATIONS & WORLDBUILDING

Feel free to drop the worldbuilding, locations, organizations, and characters found throughout Chapter 2 into your own worlds, being sure to also bring some of magitech and cosmological concepts over if they are relevant to the ideas you are using.

SCI-FI & CYBERPUNK GAMES

Even though the content in this book is intended to primarily be used in a magitech world, some of the mechanics found in this book can also be used to play a **sci-fi** or **cyberpunk** game with some moderate flavor alterations.

The major problem you'll face is that 5e has very powerful spells, and balancing those spells with technology such as phones and computers in a believable way is somewhat difficult. So you have a choice—to keep spellcasting or remove it; working around the dilemma of magic and modern technology in the same world, or playing with only the options that lack magic. Regardless of what you choose, the world of Crystalpunk doesn't work well in this context—set your game within your own world or an already known one.

Despite these issues, many of the ideas, mechanics, and options in this book will work well for a sci-fi or cyberpunk world. Add in hacking tools, reflavor the ranged weapons to use bullets and the melee weapons to use thermal technology—and you're good to go!



CHATTERBOX Well let's see, your timing was a little off on the dragon joke, your hair is a mess, and to top it off, you've had exactly seventeen point eight seconds of dead air in this section.

CHATTERBOX HAH. No. People from the street don't just end up in this business without talent. You're doing great. Just one thing though—

CHATTERBOX Hehe, yeah, I worked on an arcanocast last year, and Goggles here was the vessel there too. For those of you who can't see, he's a lanky curseborn, almost seven feet tall. While we were building the set, Goggles ended up carrying a sofa with a young dwarven lad.

CHATTERBOX The pair were great for going up the stairs. Anyway, as they were putting the chair down, Goggles was too tall to squat normally without his legs being under the couch, so he ended up trying all sorts of gymnastic poses trying to get that chair on the ground. Bet he wished he was a snakefolk there! AHAHAHAHAHAHAHAHAHA!

CHATTERBOX Hehe, ah, Goggles is great. Being so tall, he can get shots from any angle we need. Why don't you show 'em a high-angled one?

[Goggles quickly stands up to get the shot, but as he is reaching his full height—THUD! He jolts back down as he violently bumps his head on a ceiling beam.]

CHATTERBOX Hehehe...haha...HAHA... HAHANAHANANAHANANAHANANAHANANAHANANAHANANAHANANANAHAI

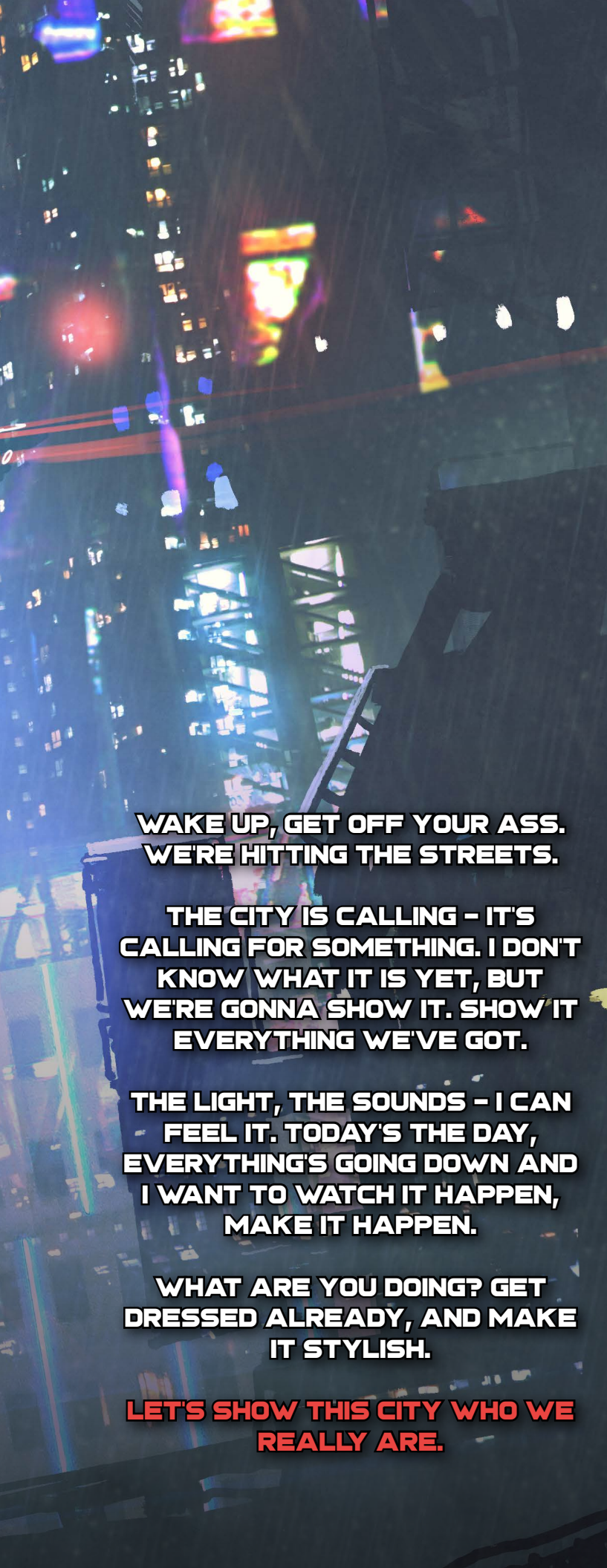
– THE RAINY REPORT WITH REVERB



CHAPTER

CHARACTER CREATION





**WAKE UP, GET OFF YOUR ASS.
WE'RE HITTING THE STREETS.**

**THE CITY IS CALLING - IT'S
CALLING FOR SOMETHING. I DON'T
KNOW WHAT IT IS YET, BUT
WE'RE GONNA SHOW IT. SHOW IT
EVERYTHING WE'VE GOT.**

**THE LIGHT, THE SOUNDS - I CAN
FEEL IT. TODAY'S THE DAY,
EVERYTHING'S GOING DOWN AND
I WANT TO WATCH IT HAPPEN,
MAKE IT HAPPEN.**

**WHAT ARE YOU DOING? GET
DRESSED ALREADY, AND MAKE
IT STYLISH.**

**LET'S SHOW THIS CITY WHO WE
REALLY ARE.**

This chapter details how you can create a Crystalpunk character, providing new options for you to choose from and adapting some of the base character mechanics into the futuristic, magitech world. It offers the following:

A Crystalpunk Life. Use this section to flesh out your character and figure out how they fit into the world.

Races. Choose one of the nine new races presented in this chapter, or learn how traditional fantasy races have adapted to the setting.

The Classes of Crystalpunk. Learn how each class, both base and new, fit into the futuristic world.

Subclasses. When choosing your subclass, you can choose one of the twelve new subclasses introduced in this section, one for each of the base classes.

Class: Evolutionist. You have the option of choosing the evolutionist as your character class, becoming an ambitious combatant who augments their own body.

Class: Soulshaper. You also have the option of choosing the soulshaper as your character class, becoming a mystical spiritualist who can manipulate souls.

Backgrounds. Choose your character background from an entirely new set of futuristic backgrounds.

Equipment. Fit your character with magitech equipment, including weapons, armor, gear, tools, and magic items.

Feats. Four new feat options are presented in this section for you to potentially choose from when advancing your character.

Spells. If your character can cast spells, twenty-four new spell options are presented in this section for you to choose from.

REQUIRED OPTIONS

When playing a Crystalpunk game, use the new **Background** and **Equipment** options from this chapter rather than any of the base options. The spell options provided in this chapter are also particularly integral to the world.

OTHER RULES TO CONSIDER

Some of the rules found in Chapter 3, particularly the **Skill Replacement** and **Magic Item Slot** rules, will affect your character creation, and you should consider them when creating your character if you are using those rules in your game. You can find those rules and more starting from page 204.

A CRYSTALPUNK LIFE

Amidst the horrors of an unfair world, everyone must use what means are available to fight and defend themselves. Whether you're hunting demons and earning your freedom in the Scorching Frontier, rebuilding your home and invading others at your Lord's request in the Empire, exploring alone in the deep jungle of the Overgrowth, or being crushed under the thumb of your superiors in Prismatic Falls, all are welcome to seek their fortune in the world of Aysta.

Crystalpunks are the wild ones, the people that everyone both love and fear, and while they're fiercely protective of what's theirs, they're ruthless to all who attempt to take it away. The hallmark of a Crystalpunk is their rebellious attitude—they fight for their vision of the future, if only they could agree on what that future should be. Use the advice and tables in this section to flesh out your Crystalpunk character, and refer to Chapter 2 for cities, towns, and other locations your character might call home.

CULT AFFILIATION

One thing to consider about your Crystalpunk character is whether they are following, or are affiliated with, a cult. Akin to religions, siding yourself with or against the cults is important. These megacorporation-like religious endeavors have significant control over Aysta, though they're most powerful within Prismatic Falls where their word is law. While there are several doors that are only open to those considered a follower or affiliate of the cults, those wishing to side with rebel factions will find it easier to do so with an unaffiliated status. To learn more about cults, see page 137.

HANDLES

Handles are used across the entire continent of Aysta. They are nicknames, commonly street names in Prismatic Falls, but can be used or adopted for privacy, propaganda, or style reasons in other locations. As members of a cult climb the ranks, many choose to discretely reveal their true name. They consider this a gesture of trust in their cult, and use it to distinguish between themselves and the lesser humanoids without great status. Handles within Prismatic Falls tend to use common items, thoughts or practices as their inspiration, however handles outside of the city sometimes use pseudonyms or titles as a substitute.

When creating your character, use the tables found on the following page to generate a handle, or use them as inspiration when coming up with one.

SO, YOU WANT TO...

Augment your body? Choose the evolutionist as your character class (see page 62). You could also take the Evolutionary Experimenter feat (see page 105) or acquire the Evolutionary Prosthetic magic item (see page 102).

Use weapon modifications? Choose fighter as your character class, and then, when choosing your Martial Archetype at 3rd level, choose Weaponforger (see page 50). You could also take the Runetech Initiate feat (see page 105) or acquire the Modified Weapon magic item (see page 104).

Be a "hacker"? While there are no computers to hack in the world of Crystalpunk, you can choose the Infiltration wizard school to manipulate and disable arcane devices (see page 61) and/or take the *ethereal jaunt* spell to scout the Ethereal Plane for information (see page 109). You could also choose the Lost Soul warlock patron to be a master of the Ethereal Plane (see page 60). For more information on 'ethereal hacking' and what exactly that means, see page 171.

Be a corporate? Choose the cultist background (see page 89). If you are particularly high-ranking or devout, you can also choose cleric or warlock as your character class. If you choose to be a cleric, also consider choosing the Missionary domain, which is built for corporate cultists (see page 48).

Be a hard-boiled detective? Choose the detective background (see page 89).

REVERB	Sebastian Quinn, you're a mercenary working for some of the most dangerous gangs and cults in the city, yet you don't have a handle?
QUINN	I don't need one. I've got no family for them to go after, and I'm not afraid of anyone.
REVERB	You're not afraid of any kind of magic, or of the reach some of the cults have?
QUINN	I'd like to see them try anything.

— THE RAINY REPORT WITH REVERB

D100 STREET NAMES PRISMATIC FALLS

1 - 2 Alter
3 - 4 Ghost
5 - 6 Shaman
7 - 8 Psycho
9 - 10 Infinite
11 - 12 Freefall
13 - 14 Entropy
15 - 16 Morph
17 - 18 Buzzard
19 - 20 Crash
21 - 22 Oddity
23 - 24 Rat
25 - 26 Bulwark
27 - 28 Croon
29 - 30 Faceless
31 - 32 Sprinter
33 - 34 Runeweaver

35 - 36 Ward
37 - 38 Nag
39 - 40 Thaumaturge
41 - 42 Switch
43 - 44 Monody
45 - 46 Bomb
47 - 48 Masked
49 - 50 Patsy
51 - 52 Scout
53 - 54 Abator
55 - 56 Dynamo
57 - 58 Witch
59 - 60 Panic
61 - 62 Craven
63 - 64 Dust
65 - 66 Pitfall
67 - 68 Poison

HANDLES

69 - 70 Unity
71 - 72 Mammoth
73 - 74 Bells
75 - 76 Runnel
77 - 78 Hooky
79 - 80 Abyss
81 - 82 Jumbo
83 - 84 Meatball
85 - 86 Occultist
87 - 88 Clang
89 - 90 Flare
91 - 92 Pompadour
93 - 94 Loft
95 - 96 Fluke
97 - 98 Bones
99 - 00 Comrade

D20 KNIGHT TITLES THE SHATTERED EMPIRE

1 the Baron
2 the Blue
3 the Miser
4 the Squire
5 the Champion
6 the Lost
7 the Seeker
8 the Shade
9 the Butcher
10 the Aegis
11 the Arrow
12 the Dim
13 the Drunkard
14 the Griffinheart
15 the Hound
16 of the Spark
17 of House (last name)
18 of the East
19 of the Crimson Blade
20 of the Rock-Hard Breakers

D20 OUTLAW TITLES THE SCORCHING FRONTIER

1 the Vile
2 the Truthless
3 the Terror
4 the Quickshot
5 the Bait
6 the Leatherman
7 the Phantom
8 the Anarchist
9 the Highly-Strung
10 the Grooch
11 the Packager
12 the Scythe
13 the Laser-Eye
14 the Inhuman
15 the Berserker
16 the Devilman
17 the Bastard
18 the Transient
19 the Lacerator
20 the Backstabber

D20 TRIBAL NAMES THE OVERGROWTH

1 Slingwind
2 Trueblade
3 Shadevine
4 Spearhead
5 Nettling
6 Swiftfeast
7 Swingbow
8 Rocklicker
9 Twillshot
10 Fullwind
11 Leafwitch
12 Cloudfall
13 Skiprock
14 Earthchild
15 Branchtime
16 Yellownail
17 Groundmince
18 Embertree
19 Underoot
20 Spinstalk

PERSONALITY

Characters aren't complete without some personality—refer to the tables below for potential personal traits, ideals, bonds, and flaws for your character.

PERSONALITY TRAITS - D12

- 1 **Creative.** I enjoy thinking of odd solutions to problems—sometimes they're even useful!
- 2 **Resolute.** I am set in my ways. I have daily rituals and pre-battle preparations that must always be followed.
- 3 **Honorable.** I believe in behaving in a morally upstanding way in every situation, even if it isn't returned.
- 4 **Optimistic.** I always see the bright side of every situation and I love to share my views with others.
- 5 **Brave.** I rush headlong into every situation, with little consideration to the risks involved.
- 6 **Romantic.** I am looking for the person I will spend my life with, I'm sure they'll show up soon.
- 7 **Dreamer.** I am constantly lost in my thoughts and mumbling under my breath.
- 8 **Mythomaniac.** I tell lies with every breath, I can't stop myself.
- 9 **Shrewd.** I am observant, and will only keep people around as long as I believe they are loyal.
- 10 **Banterer.** I love to insult people. It's even better if they insult me back.
- 11 **Bore.** I believe my experiences to be of great interest to everyone else and will share them at every opportunity.
- 12 **Vindicator.** If you hurt me or anything of mine, I will tear you apart and then crush you until nobody remembers your name.

IDEALS - D6

- 1 **Fame.** I want everyone to know my name, to have my exploits outshine all others.
- 2 **Wealth.** I seek to have enough treasure stockpiled that I can do anything I want.
- 3 **Love.** Someday I will have deep trusted friendships and a family of my own.
- 4 **Unbeatable.** I will be the greatest fighter in Aysta, besting anyone who tries to claim otherwise.
- 5 **Peace.** I dream of escaping the chaos of the world and finding serenity.
- 6 **War.** I want those who rule to be ousted from their thrones. The revolution is coming, it's only a matter of time.

BONDS - D6

- 1 **Loyal.** A stranger took care of me when I was on the streets. I don't see them often, but I would do anything for them.
- 2 **Hero.** I am constantly trying to earn value in the eyes of the general populace, their opinion is of the greatest importance to me.
- 3 **Material.** I find happiness in objects of value, whether monetary or sentimental.

- 4 **Animal-friend.** After finding a baby animal and returning it to the wild, I now attempt to befriend and safeguard every animal I see.
- 5 **Protector.** I have people who depend on me for security and stability, I will shield them from harm.
- 6 **Servant.** I believe in the word of one stationed above me, and I will do what is needed to help them achieve their objectives.

FLAWS - D6

- 1 **Stupid.** I think I am very smart, but my ideas are never very good.
- 2 **Pessimist.** I am constantly doubting myself and worrying about the worst case scenario.
- 3 **Stubborn.** I will defend what I believe even at detriment to myself. My pride will eventually be my downfall.
- 4 **Blabbermouth.** I have difficulty keeping my thoughts from others, and I often say secrets at the worst of times.
- 5 **Oppressor.** The world would be far better if I was leading society, everyone should just do what I say.
- 6 **Swindler.** I need those gems more than anyone else, and one day it will be in my hands.

CATCHPHRASES

Cheesy, but loved by the masses, catchphrases adhere to the showman style that is the core of Crystalpunk. Use them when you're on the cusp of victory, in the midst of negotiations, or at the moment of your capture. There's never a wrong time for a good catchphrase.

CATCHPHRASES - D20

- 1 "Bang! Pow!"
- 2 "Oh! You found my spear!"
- 3 "You're next."
- 4 "That's ballin' bro."
- 5 "Yo, mate."
- 6 "Terrific!"
- 7 "Don't panic!"
- 8 "That's a restart."
- 9 "You're a potato."
- 10 "Whoops."
- 11 "That's mine now."
- 12 "By my words, begone!"
- 13 "3 out of 5 stars."
- 14 "HUG."
- 15 "And now I... DISAPPEAR!"
- 16 "That's not very fresh of you."
- 17 "This be gangsta land."
- 18 "Cowabunga."
- 19 "That's hot."
- 20 "Well twiddle my diddums."

TRAGIC BACKSTORIES

Every Crystalpunk character starts with a good tragedy. If you're looking to live your dreams as an edgy anarchist or a revenge-seeking antihero, consider the backstories below.

TRAGIC BACKSTORIES - D20

- 1 "What do you mean, they're still alive?"
- 2 "I try to save them all, but they don't want to be saved."
- 3 "The supplicant boy told me to cut off my hand and present my wish to the heavens. It worked."
- 4 "It's hard to see your livelihood go up in flames, and it's harder when they blame it on you."
- 5 "And with one well-placed word, my commercial empire came crumbling down."
- 6 "I've always felt that I was being watched. I thought it was paranoia until..."
- 7 "I crashed my bike into someone in a shack... and ran away. I'm still trying to atone."
- 8 "I contracted an arcane plague when I was an adolescent. My village kicked me out and I've roamed ever since."
- 9 "I limped out of the room, blood trailing behind me and the knife in my hand. Killing was both messier and easier than they said."
- 10 "I'm yet to find my purpose, until then I'll just drift."
- 11 "I installed runetech wrong, my patient was down an optical nerve. He hired thugs to gouge my eye out as payment."
- 12 "I promised a close friend that I'd protect him from his pursuers. The next morning I found him dead."
- 13 "I thought I'd found salvation, a true god to follow, but instead it was all lies."
- 14 "I was waiting for them to come back, I'm still waiting."
- 15 "A living nightmare crashed into my home, they're dead... all gone. What do I do?"
- 16 "An orphan in the Slums is a dead orphan, I still don't know how I survived."
- 17 "The Handmaiden sells the best medicine, which was fine until they made me pay in tasks instead of gems."
- 18 "When you're young they say you're safe here, but that security is destroyed when you wake next to a dead body."
- 19 "When I was a child, someone chopped my teddy bear in half. So, I chopped them in half."
- 20 "There's been a decade-long gang war because I stole two ceremonial weapons. They still don't know I did it."

STYLISH FINISHERS

Finishing blows herald the end of a life, and, like all things in Crystalpunk, should be carried out with flawless style. When asked—"How do you do this?"—use the examples below directly, or for inspiration.

STYLISH FINISHERS - D20

- 1 You sever the feet of your opponent, and as they drop to the ground you sever their head.
- 2 Your shot cleanly pierces the forehead of your opponent. For a split second their body is so still that their allies are unaware of their death.
- 3 Jumping high into the air, you land on your opponent's shoulders and continue stomping down until you've won.
- 4 With a flick of your wrist, your opponent finds themselves without a torso.
- 5 You move so fast that your opponent dies from a case of severe whiplash.
- 6 You stomp on your opponent's foot, and as they reach down to protect it, you brain them with your kneecap.
- 7 You pick up a large nearby object and smash it into your opponent until they stop moving.
- 8 You flip head-over-heels three times before chopping your opponent's head in two, their grey matter flowing out as their body slumps.
- 9 In a demonstration of intense skill, you rapidly slash at your opponent until they are a pile of minced meat on the ground.
- 10 Closing your eyes, you lash out with your hands. When you open your eyes, they're dead.
- 11 Turning to your opponent, you spit in their face and then gouge their eyes out.
- 12 Hoisting your hammer, you pound away at your opponent, slightly bowing once they are defeated.
- 13 Holding your breath for three seconds, you release and sprint at your opponent, sticking one dagger in their lungs and another in their heart as you reach them.
- 14 You stare at the opponent, locking your gaze until they slump to the ground, their brain now mush.
- 15 Two high-kicks and a salute. Your opponent is confused, but at least the second kick killed them.
- 16 You constrict the opponent's neck, crushing their wind-pipe and breaking their spine.
- 17 Gripping their heart, you rip the innards out of your opponent's chest in a dramatic, grotesque display.
- 18 In less than a second each of your opponent's limbs are severed, leaving the body to bleed out on the ground.
- 19 You blow your opponent far back across the battlefield, knocking them out as they slam against a far wall, leaving a sizable indent.
- 20 Picking up a flaming object, you throw it at your opponent and watch their quick immolation.

SWITCHER	Bzzzzt.... bzt. Want to hear a joke?
YORUN	No.
SWITCHER	What did the soulfueled say to the beastfolk?
YORUN	(sighs) What did they say?
SWITCHER	Want to hear a joke?
YORUN	Ha. I think you need more mana in your pipes, that one fell a little short buddy.
SWITCHER	At least it reached you, then.
YORUN	Ohhh! We'll make a comedian of you yet, just think of the signs 'Soulfueled Stand-Up, everyone else can sit down'.
SWITCHER	And I can strap you into a high chair next to me.
YORUN	Like you can strap me into anything, do you only have short people jokes?
SWITCHER	Yes. It may be the low-hanging fruit, but you need help plucking it.
YORUN	Dammit, Switcher.

– THE RAINY REPORT WITH REVERB



RACES

There is a wide variety of humanoid races in Aysta. The classic fantastical races you already know exist in the world of Crystalpunk, however their homelands, motivations and roles in Aysta are adapted to the magitech future they live in. All races have a different origin in Crystalpunk, and these origins shape the conflict and roles for each race, which in turn has shaped the history of Aysta to the state it is in today.

This section presents Crystalpunk's playable races in alphabetical order, detailing how they fit in the world, their role within it, and how it has shaped them. Nine new playable races are also introduced, unique to the world of Crystalpunk. These new races are deeply linked to significant events and important decisions, each of them in its entirety was either born by a catalyzing event or is only born under special circumstances. Nevertheless, all of them now have a place within the world.

SWITCHER	(twitching excitedly) Welcome to my stand-up, I'm glad to see you're all sitting.
YORUN	Of course they are, if you weren't the tallest in the room this entire skit would be over. [A very tall battleborn walks into the room]
SWITCHER	Oh no...

NEW RACES

Battleborn are tough, mutated warriors created by the Shattered Empire to fight brutal wars.

Beastfolk are a race of animal-humanoid hybrids that come in many different varieties. The Overgrowth is their ancestral homeland.

Curseborn are an anomalous race tainted by the void. Each is afflicted by a powerful curse which manifests differently in each individual.

Eternals are an ancient race of undead with mysterious origins who can transfer between vessels to live forever.

Nephilim are angelic humanoids who garner traits from their celestial heritage.

Nomads are curious, planar explorers with bodies made up of floating crystals.

Soulfueled are soul-powered constructs manufactured for a variety of different purposes.

Split Souls are a pair of humanoids who have begun to share a soul after a special event. Two player characters must choose this race, and they are then linked permanently.

Unwoken are a ghostly race thought to have imagined the world itself, now materializing as a representation of their own thoughts.

HEIGHT AND WEIGHT

You can determine your height and weight randomly for each of the new races using the table below.

RACE	BASE HEIGHT	BASE WEIGHT	HEIGHT MODIFIER	WEIGHT MODIFIER (HM = Height Modifier)
Battleborn, brute	6' 5"	280 lb	+2d8 in	+ (2d6 x HM) lb
Battleborn, scout	4' 6"	100 lb	+2d10 in	+ (1d4 x HM) lb
Battleborn, defender	6' 1"	320 lb	+2d6 in	+ (2d6 x HM) lb
Beastfolk, medium	4' 9"	110 lb	+2d12 in	+ (2d4 x HM) lb
Beastfolk, small	2' 3"	35 lb	+2d12 in	+ HM lb
Curseborn	5' 4"	95 lb	+2d12 in	x (1d4 x HM) lb
Eternal	– use the height & weight of the base race –			
Nephilim	4' 9"	110 lb	+2d8 in	+ (2d4 x HM) lb
Nomad	4' 5"	80 lb	+2d6 in	+ (1d6 x HM) lb
Soulfueled, laborer	6' 8"	300 lb	+1d4 in	+ (5 x HM) lb
Soulfueled, all other	4' 8"	200 lb	+2d6 in	+ (5 x HM) lb
Split Soul	– use the height & weight of the base race –			
Unwoken	4' 8"	60 lb	+2d10 in	+ HM lb



BATTLEBORN RANGER,
INFERNAL RIDER ARCHETYPE

They were once an experiment from the Empire, designed as the ultimate fighting machines for conquering new territory. They have large horns, rough, dark blue skin and solid blue eyes. Many often mistake them for tieflings, yet with their naturally large frames and incredible physical abilities, these are none other than the battleborn.

Originally created as a large force of alchemically—and magically-engineered soldiers by the Emperor's scientists, their purpose-built bodies allowed them to easily specialize in military roles, and the rigorous conditioning they received facilitated long marches across the growing Empire's countryside. The battleborn proved their worth in the campaigns to the north-east, easily devastating the elves even in their own forests, where their druidic magic had previously halted Iron Fist advances.

ALCHEMICAL CREATIONS

After extensive testing of mutagens on tieflings, the scientists behind the battleborn decided to create the creatures from scratch. Battleborn are created alchemically using tiefling cells, various magical reagents, and a humanoid soul, meaning they are agender. The birth of new battleborn is an involved, magical process, and it is a technique they have passed through generations to carry on the species.

REBELLIOUS

The battleborn were originally slaves in the military of the Iron Fist Empire, created by experiments on captured tieflings and conscripted. When the Empire attacked the dwarves that lived beneath their lands, a horrific slog in the tunnels against the experienced subterranean fighters exposed cracks in the battleborn resolve. Even as the Empire's standards were being raised in the dwarven capital, the battleborn were revolting, breaking free of the shackles of their creators. While some chose to stay, most of the now-free soldiers spread across the world, making their homes outside of the empire that spawned them.

MERCENARIES & MESSENGERS

The battleborn once knew nothing but war. Savagery is in their blood. While some try to suppress their violent tendencies, most battleborn in Prismatic Falls find themselves in a combat role some way or another; from elite bodyguards to back-alley thugs. They have a reputation for being incredible fighters and terrifying opponents, especially brutes. Scouts also fill combat roles, but they are often utilized for long distance travel, such as delivering messages or packages.

BRAVAR | When you find your battle rhythm, everything around you disappears. It isn't like a berserker who rages and smashes everything they see, it's something quieter. I imagine it's what a bard feels in the middle of a song, or a guard's peace when looking over what they have protected. The battle, the blood, it all becomes beautiful.

– THE RAINY REPORT WITH REVERB

BATTLEBORN NAMES

Battleborn names have evolved over the years since escaping servitude, but the principle has remained the same, at least in areas close to the Empire. Battleborn received imperial or orcish names from the scientists who created them, a tradition that has continued, however during their conquests a new tradition formed; the warrior name. Each battleborn lives under their given name until they can claim a warrior name through their deeds on the field of battle, which is usually a single word summarizing how they fight. Warrior names are often used as handles in Prismatic Falls.

Given Names: Algrich, Barsch, Dareus, Fretigg, Garadak, Gashrak, Grall, Khalgar, Kronn, Rashik, Saride, Tirak, Urugar, Valtar, Zharuk

Warrior Names: Bulwark, Charger, Deadeye, Devious, Executioner, Flash, Harrier, Hunter, Fortress, Immortal, Rider, Scrapper, Shade, Terror, Whirlwind

BATTLEBORN TRAITS

Your battleborn character has the following traits.

ASI. Your Strength, Dexterity, and Constitution scores each increase by 1.

Age. Battleborn were made to mature quickly, live in perfect health, and then rapidly degrade at the end of their lifespan. They reach adulthood at age 5 and rarely live to be more than 40 years old.

Size. Your size is Medium.

Speed. Your base walking speed is 30 feet.

Alchemy Adept. You have proficiency in alchemist's supplies.

Martial Prodigy. You are proficient in three martial weapons of your choice.

Armor Specialist. You have proficiency with both light and medium armor.

Wounded Fury. After you take damage, you can use your reaction to regain hit points equal to 1d6 + your proficiency bonus. You also gain an additional benefit that depends on your battleborn subrace. Once you use this trait, you can't do so again until you finish a short or long rest.

Languages. You can speak, read, and write Common and Imperial.

Subrace. Each battleborn was created with a different purpose. The three major subraces of battleborn are the brute, scout, and defender. Choose a subrace for your battleborn.

BRUTE

Brutes were created as front-line soldiers. They are the tallest and the strongest of the battleborn, and have imposing, brawny forms.

War Rush. As a bonus action, you can move up to your movement speed toward a hostile creature you can see or hear. You must end this move closer to the enemy than you started.

Brute's Strength. You count as one size larger when determining your carrying capacity and the weight you can push, drag, or lift.

Wounded Retribution. When you use your Wounded Fury, you can cause the creature that damaged you to take damage of the same type that you took, provided you can see them and they are within 10 feet of you. This damage equals your level.

SCOUT

Having a more slender form, scouts lack the destructive strength of the other battleborn, but they make up for it with their exceptional swiftness and specially enhanced vision.

Scout's Swiftness. Your base walking speed increases to 35 feet.

Darkvision. You have superior vision in dark conditions. You can see in dim light within 60 feet of you as if it were bright light, and in darkness as if it were dim light. You can't discern color in darkness, only shades of gray.

Wounded Escape. When you use your Wounded Fury, you can move up to half your speed without provoking opportunity attacks, as a part of the same reaction.

DEFENDER

Defenders were created to serve as undying protectors. Their heavy, hulking forms allow them to continue fighting, even in the midst of an extended battle.

Defender's Toughness. Your hit point maximum increases by 1, and it increases by 1 every time you gain a level.

Resistant Body. You have advantage on saving throws against disease.

Wounded Fortification. When you use your Wounded Fury, you also gain temporary hit points equal to the number of hit points you regained (after the damage is resolved).

BEASTFOLK

When the Overgrowth sprang to life seemingly from nowhere, so too did its most common denizens—the beastfolk. The animal-human hybrids come in many varieties—from elephants to mice, toads to eagles, lions to house cats. Beastfolk look like anthropomorphic versions of these animals; their body is structured much like humans and elves, with features from a certain animal, such as a coat of fur, wings, or claws. Some beastfolk are closer to animals that walk like humanoids, while others are almost indistinguishable from a human with some animalistic features.

Since before Prismatic Falls was founded, the beastfolk have lived in groups among the trees of the Overgrowth and the northern reaches of the Empire, although many now enjoy the change of scenery in the urban environment of Prismatic Falls.

HUNTER-GATHERERS

The beastfolk in the Overgrowth live simply, hunting the ground floor for the overly-large animals—both predators and prey. Many travel in groups, although there are two large towns high in the trees that serve as a home for many of these families, with food cultivated among the treetops as a more permanent food source for when prey is scarce.

PRIMAL MAGIC

All beastfolk are in possession of a strange magic, one that allows them to unleash a battlecry that covers them in strange runes and empowers allies. This magic is theorized to be latent energy from the creation of the Overgrowth, and whatever force turned normal animals from every climate and environment into the beastfolk.

CLAN-ORIENTED

Beastfolk in the Overgrowth form large clans that function as collective families. Members of these groups share a name, and change their name if they change groups. Beastfolk without a clan are given the surname 'Gruch', a wild-tongue name translating to 'unwanted' that is often used as an insult within and without the Overgrowth.

BEASTFOLK NAMES

All Beastfolk names are written in the Wild language of the Overgrowth, but usually have a direct translation into the common tongue. For example,

Tama translates to sunlight, and Al'leturik translates to spear of darkness. Male names tend to include a single quotation, marking a breath or slight pause, while female names do not have this and flow fast when spoken. However, this is not a universal rule, and names can change depending on the clan and the animal-type of the beastfolk. Family names of honor end in a vowel.

Male Names: Al'leturik, Ari'an, Dur'aak, Exur, Fibo'lo, G'angi, Huarel'ta, Kirat, Ozar, Rena'ar, Surn, Tur'an, Vu'ram, Wu'rin., Zedar

Female Names: Aajs, Agchka, Ashil, Der'ina, Eju, Far'cha, Fufk, Ggalge, Kurali, Murni, Sorisi, Tama, Turinima, Vurgn, Zoron

Family Names: Awettu, Burancha, Duurelka, Gruch, Guarandigi, Huerena, Junipa, Kabe, Olitupi, Poawa, Suratee, Tagchmelu, Verila, Yuko, Zufoke.

BEASTFOLK TRAITS

Your beastfolk character has the following traits.

ASI. Your Wisdom score increases by 1.

Age. Beastfolk often reach maturity around age 15 and rarely live longer than 50 to 60 years.

Size. Your size is Medium or Small (your choice upon creating a Beastfolk character).

Speed. Your base walking speed is 30 feet.

Bestial Talent. You gain one of the following options of your choice: (a) darkvision with a range of 60 feet or (b) a natural weapon on an appropriate part of your body, which you can use to make unarmed strikes. It deals damage equal to 1d6 + your Strength modifier, and the damage type is bludgeoning, piercing, or slashing, as appropriate.

Primal Battlecry. As a bonus action, you unleash a mystical howl, roar, or powerful cry which invigorates up to four allies of your choice you can see within 30 feet of you, which can include yourself. The next time those allies move on their turn, they can move up to 10 feet further. Also, the next time they deal damage with an attack or spell, it does extra damage equal to your level. Once you use this trait, you can't use it again until you finish a long rest.

Languages. You can speak, read, and write Common and Wild.

Subrace. A beastfolk's subrace defines the type of animal they originate from. Choose a subrace for your beastfolk, from aquaborn, bugborn, furborn, scaleborn, and skyborn.

AQUABORN

The aquaborn consist of beastfolk originating from fish, amphibians, and other water-breathing animals.

ASI. Your Constitution score increases by 2.

Amphibious. You can breathe air and water.

Swimmer. You have a swimming speed of 30 feet.

Slippery. As a bonus action, you can take the Disengage, Dash, or Dodge action. Alternatively, you can use this bonus action to escape from a grapple without having to make an ability check. Once you use this trait, you can't use it again until you complete a short or long rest.

BUGBORN

The bugborn are beastfolk originating from insects and other arthropods that live on land, such as spiders.

ASI. Your Dexterity score increases by 2.

Wall Climb. You can move up, down, and across vertical surfaces and upside down along ceilings while leaving your hands free. Also, you have a climbing speed of 30 feet.

Extra Limbs. You have up to 4 small, extra limbs, which together allow you to interact with one additional object or feature of the environment during your turn. These limbs cannot hold weapons or shields and cannot be used to perform the somatic or material components of spells.

Insectoid's Talent. You can cast either the *enhance ability* spell (targeting yourself only) or *web* spell once with this trait, requiring no material components, and you regain the ability to cast either spell in this way when you finish a long rest. Dexterity is your spellcasting ability for these spells.

FURBORN

The furborn are beastfolk originating from mammals.

ASI. Your Constitution score increases by 2.

Agile. Your base walking speed is 40 feet.

Climber. You have a climbing speed of 30 feet.

Strong. You count as one size larger when determining your carrying capacity and the weight you can push, drag, or lift.

SCALEBORN

The scaleborn are beastfolk born originating from reptiles. Some beastfolk of this subrace herald from dinosaurs, which are thought to have been reborn when the Overgrowth came into existence.

ASI. Your Strength score increases by 2.

Natural Armor. While you aren't wearing armor, your AC is 13 + your Dexterity modifier. You can wield a shield and still gain this benefit.

Durable. Your hit point maximum increases by 1, and it increases by 1 every time you gain a level.

SKYBORN

The skyborn are beastfolk originating from birds and flying insects.

ASI. Your Dexterity score increases by 2.

Limited Flight. You have a flying speed of 30 feet. To use this speed, you can't be wearing heavy armor. Also, you must land at the end of your turn, or you fall.

Glide. When you fall and aren't incapacitated, you can subtract up to 100 feet from the fall when calculating falling damage, and you can move up to 2 feet horizontally for every 1 foot you descend.

REVERB	Hey Chatter, so you grew up in the Overgrowth.
CHATTERBOX	(bares fangs) How'd you guess, my dashing smile?
REVERB	Yeah, when people look at you it's the smile that gives it away. [Chatterbox's tongue hangs out his mouth as he looks down at himself, fur and hyena spots peeking out of the collar of his jacket.]
REVERB	I'm wondering if you miss anything about the Overgrowth, growing up there, there must be some fond memories.
CHATTERBOX	Well, my family's still in the jungle, I obviously miss them. We used to go hunting, bring down some great ground-beast together and bring it home. Oh, and sometimes we'd get plants for this little parrot girl who'd line her bedroom walls with all things carnivorous. Ha, our family's leader didn't like that very much, but they smelled great.
REVERB	That sounds like a great place, though I don't know how I feel about carnivorous plants.
CHATTERBOX	Yeah... and then there was the silence. It's never silent in the city, there's always the rain falling or a machine whirring. But in the jungle? At night? Everything's too scared to even move.

– THE RAINY REPORT WITH REVERB

CURSEBORN

Curses are commonplace throughout Aysta; sometimes they are cast on an enemy in battle, sometimes they are calculated attacks on rivals, and sometimes they are just harsh words used in anger. The excessive use of these curses may have been the cause for the terrifying rift into the void that gave rise to the curseborn.

They are tall and slender, with unnaturally long, spindly limbs. Their ashen skin is wrapped with haphazard red marks, and their eyes of pure black sit upon their mask-like faces. They were once other races, but when that nightmarish rift tore into this reality, they were morphed into these strange, accursed beings. They gained power, but the price of this magic was a curse that manifests differently in each curseborn.

CURSED BLOOD

Despite the rift opening centuries ago, the curseborn live on. Generations of children have received the curses of their parents, along with the eerie appearance of their people. They now live as their own people, with their own culture and traditions, although they suffer judgment due to their appearance. The curseborn are a reminder of the misuse of magic, one that the rest of Prismatic Falls often does not appreciate.

ONE WITH NIGHTMARES

The power curseborn can unleash under threat pulls directly from the same plane that living nightmares form in. This direct link paired with the prejudice the curseborn suffer gives them a kindred spirit with some of the living nightmares that breach into reality. While curseborn still recognize these aberrant creatures as threats, they prefer to contain or divert living nightmares rather than eliminating them, owing to their shared origin and similar plights. Similarly, living nightmares recognize the curseborn, although whether they consider their material cousins friends, foes or food depends on the nightmare itself.

SHROUDED ORIGINS

There are many theories as to how and why the rift opened, ranging from an excess of necromantic magic concentrated in a specific area to a targeted attack on a specific part of the city by a cult. The following table suggests some possible origins for the disaster, although it is by no means exhaustive.

ORIGIN OF THE CURSEBORN – D4

1. A freak accident opened a rift into the plane of nightmares, caused by the overuse of curses in Prismatic Falls.
2. A cult or gang purposefully targeted a group of people with an uncontrollable rift, accidentally turning them to curseborn instead of harming them.
3. A cult, gang or other group incurred the wrath of a god and were branded with a curse for their wrongdoing, which spread further than intended.
4. An experiment on a living nightmare spurred out of control, destroying the nightmare and causing the terrifying rift to form.

CURSEBORN NAMES

The curseborn were created from all kinds of races and cultures when the rift opened, and so their names tend to be common names from whichever race their ancestors originally were. When creating a curseborn, decide on what type of race your character's ancestors may be based upon, and choose a name that would be suitable if they were still that race.

CURSEBORN TRAITS

Your curseborn character has the following traits.

ASI. Your Constitution score increases by 2, and one other ability score of your choice increases by 1.

Age. Curseborn reach adulthood at around the same time as humans, but only live up to 60 years.

Size. Your size is Medium.

Speed. Your base walking speed is 30 feet.

Darkvision. You can see in dim light within 60 feet of you as if it were bright light, and in darkness as if it were dim light. You can't discern color in darkness, only shades of gray.

Cursed. A powerful curse runs through your body, which is impossible to remove. You choose one of the following options for how your curse manifests:

- **Sluggish.** You have disadvantage on Initiative rolls. Also, your base walking speed is 25 feet.
- **Skittish.** After you roll initiative, the first attack roll made against you within the next minute has advantage.
- **Frail.** Your hit point maximum decreases by 1, and it decreases by 1 every time you gain a level.
- **Weak.** One ability score of your choice decreases by 4, down to a minimum of 1 in that ability score.



A CURSEBORN ROGUE,
QUICKDRAW ARCHETYPE

Blighted Form. You have resistance to necrotic damage. Also, you are immune to disease.

Unflinching. You have advantage on saving throws against being frightened.

Nightmarish Affinity. Whenever you make an Intelligence (Investigation) or Wisdom (Perception) check related to living nightmares or any other type of aberration, you are considered proficient in the relevant skill and add double your proficiency bonus to the check, instead of your normal bonus.

Unleashed Curse. Starting at 3rd level, you can use your action to unleash the power of your curse, causing the red marks around your body to glow brightly and release powerful necrotic energy.

Your transformation lasts for 1 minute or until you end it as a bonus action. When you transform, all creatures within 10 feet of you must make a Dexterity saving throw (DC 8 + your proficiency bonus + your Constitution modifier). A creature takes necrotic damage equal to your level + your proficiency bonus on a failed save, or half as much on a success. During your transformation, the area within 20 feet of you counts as difficult terrain for creatures you designate, and once on each of your turns, you can deal extra necrotic damage to one target within the area when you deal damage to it with an attack or a spell. This extra necrotic damage equals your level.

Once you use this trait, you can't use it again until you finish a long rest.

Languages. You can speak, read, and write Common and one other language of your choice.

DRAGONBORN & KOBOLDS

While dragons develop within their eggs, they adapt to the creatures that incubate the egg. Most of the time, the care of their mother will make the child within the egg take the shape of its parent. When another dragon incubates a dragon egg, the child may change color or physical features closer to its new parent. Slightly developed dragon eggs that then come into the possession of humanoids create dragonborn; creatures that inherit their parents scales and dragonoid facial structure, but take a humanoid shape. The dragonborn inherit some of the gifts from their dragon parents, such as their dragon breath and resistant scales, but also inherit some of the dragons' greed. Humanoids getting their hands on dragon eggs is rare, but in the past large batches of dragon eggs have been incubated by scientists or monster collectors. Most dragonborn today are descendants of these large-scale operations, and are spread all over Aysta.

Dragon eggs that are neglected or lost can still hatch, which creates kobolds. They have nothing to adapt to, and so they do what they can to hatch and survive. They receive almost nothing from their dragon parents other than their vaguely lizard-like appearance, and are left to find whatever creature they can to look after them. The most common way for a dragon egg to end up without a parent is for the dragon to be killed. In the desert—specifically the Dividing Highlands—dragons who are still rather young sometimes come into conflict with the native demons, often perishing. Mines within the Dividing Highlands and near the Chasm now crawl with kobolds who pledge themselves to devils in order to survive, although they have still found their way to every corner of the continent.



AN ELVEN FIGHTER,
WEAPONFORGER ARCHETYPE

DWARVES

The dwarves originated in the east, in the caverns below the lands that are now referred to as the Shattered Empire, although they have existed since long before the Iron Fist was even settled. The dwarves are thought to have existed alongside the Precursors, but never interacted with them, instead preferring to live and work in their vast subterranean kingdom, carving the now-wondrous cities from the crust of Aysta itself. The dwarves lived peacefully for centuries, only vaguely aware of the budding civilization above them growing after the disappearance of the Precursors. They even welcomed other subterranean races into their cities with open arms.

Their peaceful ways changed once the Iron Fist Empire marched into their caverns. The dwarves and their allies fought well; their knowledge of the underground and their stout stubbornness held the Empire back for long enough to break the resolve of their most elite troops, but not long enough to save their capital from being annexed. The new laws placed in effect caused many dwarves to strike out in search of new homes—one group of settlers heading west and finding a rich mining spot by a river, founding a city that would later be called Prismatic Falls.

Today, many dwarves resent the old Empire for stealing their home from them, some even leaving Prismatic Falls or the Frontier to join the Ebon Stone in their fight against the states of the Empire that conquered their people so long ago. The Ebon Stone itself is a primarily dwarven state, focused on defending their lands to separate from the Empire at the end of the war. Some dwarves instead believe they should instead be on the offensive, claiming vengeance for their ancestors and creating an empire of their own.

ELVES & HALF-ELVES

The elves of Aysta are among the most important historical beings in the entire world—after all, they are the only humanoids who spoke to people with memories of the Precursors. The grandparents of some older elves coexisted with the Precursors, and some even believe that the Precursors were a civilization of elves themselves. However, the Precursors were around an incredibly long time ago, and the stories have been told and retold many times, mostly by old elves who have very little recollection of the actual events other than what they have written in journals, or fragments of memories accessed and corrupted thousands of times throughout their lives.

CHATTERBOX Are you ever worried about your legacy?

REVERB No, I'm not worried. We have this show, we help thousands of people daily through entertainment. This is a fine legacy to have.

CHATTERBOX A fine legacy. Ha. Ha ha ha. ...Sometimes I think this place, this city, is more about natural selection than the Overgrowth, y'know?

REVERB Huh?

CHATTERBOX Everyone's so cutthroat about getting ahead of the person next to them, outrunning them in a stupid non-existent race where the street-level losers are killed from starvation or because a 'friend' stabbed them in the back.

REVERB Well, that isn't quite tru-

CHATTERBOX And there's the cults, they just take what they want because they're the predators in this city. They started with the dwarves, and those guys didn't put up much resistance in the end. The rest of the city went along with it, because they were all reliant on the cults for survival: food, shelter, protection from outside forces. Until we get to today.

[Chatterbox takes a deep breath, Reverb looks scared.]

The legacy we're leaving is all about the cults, everything is about them and their horrible hierarchy. They're still controlling us all, threatening, cajoling, and frankly killing more people yearly than t-

[channel senses ends]

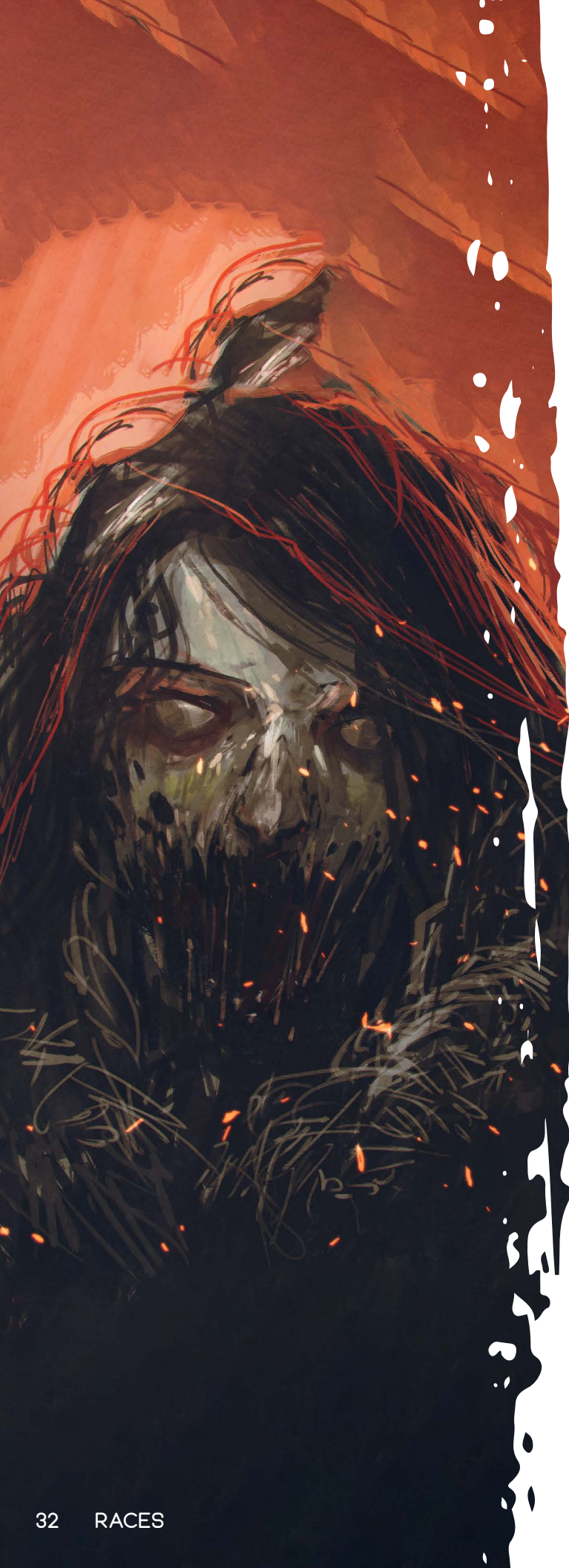
– THE RAINY REPORT WITH REVERB

The elves originated in forests to the north east, near what is now the Overgrowth and the Verdant Arrow. It is here they perfected the druidic magic the elves of the world are now known for, although many of them wandered the wilds finding their way south and west. Some elves made homes in the central forests, near the territory now occupied by Prismatic Falls, and it is said they planted the tree that later became the central heirloom of the Handmaiden Cult (see the Evergreen Tree on page 162). The current leaders of the cult claim their right to rule through their wood elven ancestors.

Half-elves are the result of traveling elves of all kinds, and while they originally started clustering in cities to the east, humans and elves are the two most common races Aysta-wide. Naturally, half elves are prevalent in almost every city in all corners of the continent.

ELVES & DWARVES: LOST MEMORIES

Elves and dwarves can live incredibly long lives. However, their brains are similar to humans and other races that live more fleeting lives, leading to memory issues as their lives progress into and beyond a second century. An elf may have many memories to recall, yet they need diaries, trinkets, or Journal Stones to access them, due to the vast amount of memories being sifted through. Older creatures may even outright forget incredibly important or pertinent events, due to the sheer amount of things they know. In their trance state, elves have some control over their memory—not perfectly, but they can enter a reflective state where they can choose certain periods to forget. Dwarves don't have this control, and so they struggle more with their memory. They retain large events and important moments, but small things from their early lives fall by the wayside. For example, dwarves approaching 200 years old will have trouble training apprentices, as they apply their trades by muscle memory but cannot remember exactly why they perform certain actions.



ETERNALS

Half a millenia ago, an event shrouded in mystery saw the birth of a new race, one who inhabited the bodies of people who died during whatever process created them. They now dance from body to body, immortal and with no idea how they were born. From walking skeletons to fresh, pallid corpses, the eternal take a variety of shapes.

They are unsettling creatures; the faces they wear are never their own, and each eternal is a walking reminder of mortality. Some prefer to flaunt their undead nature, showing bones to the world, while others hide it, inhabiting fresh corpses as soon as their body begins to decay.

IMMORTAL

Living forever without the need to eat, drink or sleep gives the eternal vast amounts of time. Many became historians, as some of the events they study occurred in their lifetime. Others became scientists, locking themselves away to spend every waking second on their research. However, the majority of the eternal use their immortality to wander; after all, Aysta is a big place, and they have time to see it all.

ORIGINS UNKNOWN

The eternal have been around for exactly 513 years, and yet no one knows why or how they were created. The eternal remember simply coming into existence in a strange ruined city in the Overgrowth (see the Ruined City on page 199), left to work out what to do by themselves. They appeared within a variety of different races' bodies, though a majority of them had human bodies. They also found that they knew some strange language, but there was very little in the city in the way of writing. If you wish to explore this phenomenon in your games, the table below provides some ideas for how they were created, though you may have your own ideas about how it happened.

ORIGIN OF THE ETERNALS – D4

1. A powerful necromancer attempted to raise an army from the dead, but instead turned their entire home city, including themselves, into undead.
2. An ancient group of people participated in a ritual to grant them eternal life. They got their wish, but it erased their memories and turned them into undead in exchange.
3. A now-dead god attempted to bring their consciousness into this world, and it was instead split among corpses, raising them as eternal.
4. An intense burst of magical, necromantic warfare was used against the now ruined city—transforming them all into eternal undead.

DWINDLING POPULATION

There were around one thousand Eternals that appeared in the original ruined city—however, eternals are unable to reproduce through normal means, resulting in a dwindling population count. While they are immortal, they are not invulnerable, and many of the original eternals have died out since the original event. On rare occasions throughout the years, new eternals have come into existence. This is often due to a large, destructive burst of energy, but the reason behind it, as well as a way to consistently replicate it, has not been found.

ETERNAL NAMES

When each eternal came into existence, they had to name themselves and name others. Without any memories, those in the city tended to name themselves based on where they woke up or what they wore or carried—such as iron for one who woke up with a sword, or royal for one who woke up in a regal chamber. These names were in their original language and now take the form of their proper names—though many eternals also directly translate these names to use as handles.

Eternal Names: Aakan, Baharic, Eaadrigh, Euoraee, Ixaza, Kooruom, Raakuoa, Raanuui, Uoanuui, Vaaloka, Vaaruom, Zauriia, Zuularic, Zyana

ETERNAL TRAITS

Your eternal character has the following traits.

ASI. Your Constitution score increases by 1, and one other ability score of your choice increases by 2.

Age. As an eternal, you don't age, and you are immune to magical aging effects. However, your body slowly decomposes over time, becoming unusable after around 40 years. To continue living, you can transfer your soul into a new vessel using your Necromantic Touch trait. All of the original eternals were born at the same time, and they are all 513 years old.

Size. Your size is Medium or Small (depending on your current body's race).

Speed. Your base walking speed is 30 feet.

Brittle. Your decaying body has difficulty staying together. Your hit point maximum decreases by 1, and it decreases by 1 every time you gain a level.

Undead Form. As an undead being, you gain the following benefits:

- You have advantage on saving throws against being poisoned, and you have resistance against poison damage.
- You don't need to eat, drink, breathe, or sleep.
- You are immune to disease.

Collapse. As an action, you can fall prone into a slumping, motionless state. While in this state, you are indiscernible from a corpse, and you are semi-

CREATURE TYPES & HEALING

For the purpose of game mechanics, all of the races presented have the humanoid creature type. Thus, magical healing such as from *cure wounds* work for all of them, including the eternals and the soulfueled.

conscious of your surroundings. After staying in this state for 6 hours, you gain the same benefit that a human does from 8 hours of sleep.

Necromantic Touch. As an action, you can touch a humanoid corpse and channel your necromantic powers into it, choosing one of the options below. Once you use either option, you can't use this trait again until you finish a long rest.

- **Converse.** You cast the *speak with dead* spell on the corpse, requiring no material components. Constitution is your spellcasting ability for this spell.
- **Rebirth.** You transfer your soul into the corpse: your consciousness, racial traits, class levels, and all of your other features are transferred to the new body, which rises to life before you. Once the transfer is complete, your original body immediately turns to dust. If the corpse had any mechanical augments, they cease to function and fall off the body before you transfer into it. After you transfer into the new body, you are freed of any poisons and magical effects that were affecting the previous body. Additionally, you regain hit points equal to your level + your Constitution modifier.

Languages. You can speak, read, and write Common, Eternal, and one other language of your choice.

Borrowed Power. You gain one or more racial traits from the body you currently inhabit. Consult the table below for what trait(s) you gain, which you can find in that race's description. If the race is not on the following table, choose traits from that race with a similar power to those listed below, or simply use the trait granted from a human body. An eternal can't inhabit a soulfueled, nomad, or unawoken body.

RACE	RACIAL TRAITS GAINED
Battleborn	Martial Prodigy, Wounded Fury (No Subrace)
Beastfolk	Primal Battlecry
Curseborn	Blighted Form, Unflinching
Dragonborn	Breath Weapon*
Dwarf	Darkvision, Dwarven Combat Training
Elf, Half-Elf	Darkvision, Fey Ancestry
Gnome	Gnome Cunning
Half-Orc	Menacing, Relentless Endurance
Halfling	Lucky
Human	Special**
Nephilim	Divine Legacy
Tiefling	Infernal Legacy

* your breath weapon's damage type is necrotic, and it is 15-foot cone that requires a Constitution saving throw.

** you gain proficiency in any two skills of your choice.

I found a new place to hide today. It's a bit away from Trava, just west of the old, rotted oak tree. I flew there after Karl's nan tried to cut a piece of my hair again. She thought eating it would heal her son... it would probably just give him indigestion. But the place is very cool. There are wildflowers, mushrooms, tiny pond fish, and gnomes watching from the forest. I hope nobody finds me, never ever.

– YSRETTE THE NEPHILIM

GNOMES

Gnomes are often underestimated in Aysta, despite the fact that some of the most brilliant scientists, alchemists and wizards the world has ever seen were gnomes. Their exact point of origin is hard to pinpoint, but it is theorized to have been somewhere central in Aysta, as dark gnomes are found as far south as Mount Elysium, while forest gnomes dwell in the northern forests of the Empire, and even in the Overgrowth. In Prismatic Falls, gnomes often fall into more cerebral roles, such as accountants, bankers, or heist planners. In the Empire, they tend to be research focused, studying the nature of the world and magic through their experimentation. On the Frontier, gnomes tinker with makeshift tools, using any of the scrap they can find to create dangerous devices for all sorts of purposes. Gnomish bandits are easy to laugh at, but they are among the most dangerous outlaws to roam the desert, with their cunning wit and affinity for magic.

GOBLINOIDS

Goblins, hobgoblins and bugbears originated in the west, in the lands now controlled by Prismatic Falls. They were originally clans that banded together to survive in the world controlled by the Precursors, who made the goblinoids their enemy. Hobgoblin oral history has given some insight into the fact that they once raided precursor settlements, at first to survive but quickly becoming a way to sate their greed. This same greed would later set the different races of goblinoid against each other, as they fell into petty squabbles and fights. Sadly, the early hobgoblins didn't think to give much information about the Precursors themselves, perhaps believing that the Precursors were too smart or too powerful to fall.

Today, the goblinoid races primarily inhabit Prismatic falls and the Frontier, forming large gangs of their own kind to offset their weaknesses. Goblins especially use this tactic, as their stature often makes them the target of manipulation or violence when singled out. There are many goblin-exclusive gangs in the city and on the Frontier, whose preferred methods of fighting usually involve shooting from arcane cycles.

HALFLINGS

The halflings of Aysta are a reclusive people. In the western reaches of the Verdant Arrow, many halfling villages flourish. Their villages are of no tactical significance and their breweries trade with anyone with gems, so their quaint little communities remain mostly unscathed in a land ravaged by war. Some say it is the clever tongues of their leaders that keep attackers at bay, while others claim it is the sheer, dumb luck seemingly possessed by all halflings.

Not all halflings are content to spend their lives farming and brewing though. Some become Knights of the Verdant Arrow, while others venture to Prismatic Falls to seek their fortune. It is rare for halflings to have a cruel streak, however some halfling thieves, pirates and bandits have been known to break this mold.

HUMANS

Some believe the humans were the origin of all races, and that all humanoid beings were simply human mutations, hence the term 'humanoid'. Others believe that they may have something to do with the unawakened, who look identical to ghostly humans. The more conspiratorial believe that the humans are the descendants of the Precursors themselves, and that they may even cause havoc similar to the destruction that their ancestors created.

Whatever the case may be, the origin of the humans is shrouded in mystery. Across the continent, they are by far the most common race, the only race close being elvenkind. Other races view the humans as power craving, manipulative creatures, who take any form of control they can get their hands on. Many rebellions in history—especially in the Empire—have involved humans putting other humans in charge, leading to this stigma. In reality, humans come in all shapes and sizes, with all kinds of motivations and skills. Despite their negative stereotype, they are one of if not the most versatile and diverse race of all, while also being the most numerous.

NEPHILIM

Few mortals will ever cross paths with a celestial being in their entire lives. Fewer still will talk to one. As such, it is incredibly rare for a mortal and a celestial to have children. Nevertheless, it does happen, which explains the existence of the nephilim.

Nephilim are humanoid in appearance with some physical attributes taken from their mortal parent, such as elven ears, dwarven facial hair or beastfolk fangs. From their celestial parent, nephilim gain gray skin with occasional colored marks. They may also receive characteristics depending on the type of celestial they've descended from; perhaps a light coat of fur from a Pegasus, or flightless wings from a Deva.

REVERED

Their divine heritage can often make any nephilim an involuntary object of worship, by anyone from passersby to cult leaders. Some nephilim enjoy or even crave this attention, while others find the expectations of their morality and capabilities to be a burden. Many expect them to be the epitome of righteousness, yet some nephilim can be manipulated and twisted onto darker paths, making this very expectation so dangerous.

DIVINE PARENTAGE

Celestials are very aloof beings, rarely appearing in Aysta even if they are the parent of a nephilim. As such, nephilim will often grow up with a single mortal parent, only hearing stories of their celestial heritage. Others with two nephilim parents will usually only know two of their grandparents. This often means they will grow up quite independent, but people outside of their family tend to tread on eggshells around them, making them also somewhat sheltered.

NEPHILIM NAMES

Nephilim names are often derived from one of their parents' cultures, and it is most often their celestial side that shines through.

Male Nephilim Names: Aarin, Arioeh, Azreon, Danasi, Gavrel, Ishim, Mikae, Omael, Seraphiel, Thodius

Female Nephilim Names: Dara, Dina, Dumah, Junai, Lailah, Mattia, Phazel, Sareash, Tien, Zuriel

NEPHILIM TRAITS

Your nephilim character has the following traits.

ASI. Your Wisdom score increases by 2, and one other ability score of your choice increases by 1.

Age. Nephilim mature at the same rate as humans but live a few decades longer.

Size. Your size is Medium.

Speed. Your base walking speed is 30 feet.

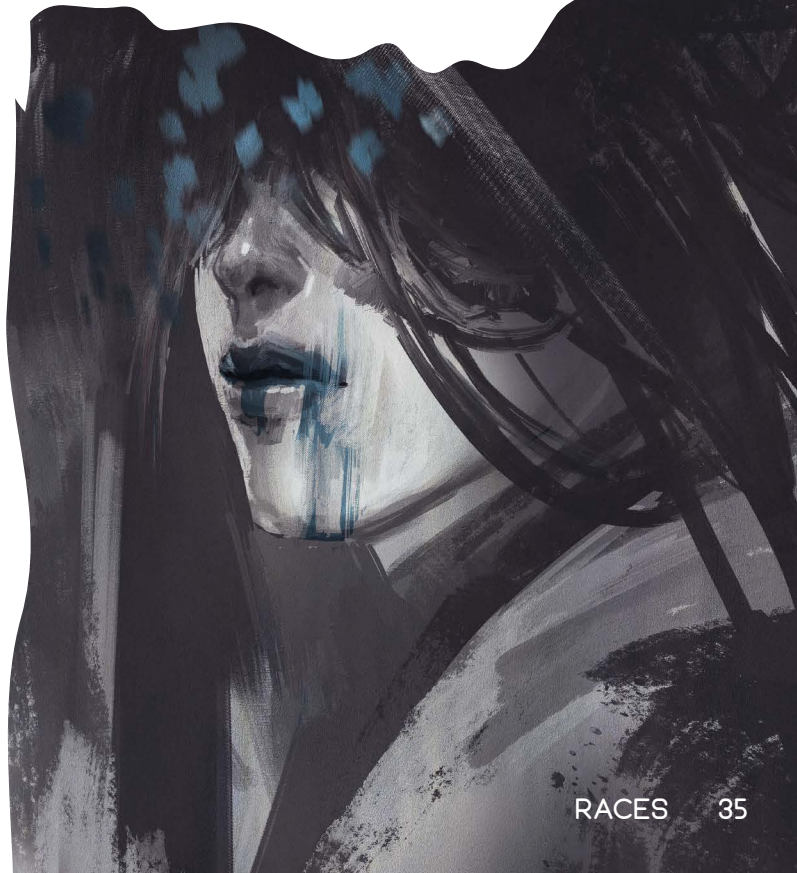
Darkvision. Your celestial heritage grants you superior vision in dark conditions. You can see in dim light within 60 feet of you as if it were bright light, and in darkness as if it were dim light. You can't discern color in darkness, only shades of gray.

Angelic Resistance. You have resistance to radiant damage.

Divine Legacy. You know the *thaumaturgy* and *light* cantrips. When you reach 3rd level, you can cast the *cure wounds* spell once with this trait, and you regain the ability to do so when you finish a long rest. When you reach 5th level, you can also cast the *invisibility* spell once with this trait, but you must target yourself, and you regain the ability to cast the spell this way when you finish a long rest. You can also cast these spells using any spell slots you have. Wisdom is your spellcasting ability for these spells.

Blessing of the Gods. The gods look over you, aiding you when the moment calls for it. If you miss an attack roll, or fail an ability check or saving throw, you can roll an additional d20 and use it instead, potentially changing the outcome. Alternatively, when you are hit with an attack, you can roll a d20 and replace the attacker's roll with the result. Once you use either option, you must finish a long rest before you can use this trait again.

Languages. You can speak, read, and write Common and Celestial.



NOMADS

Their form is utterly alien; a myriad of floating, colorful crystals connected by translucent magical tethers. The largest crystal, at the top of their bodies, has six holes in the place of eyes, where hovering spheres gaze outward.

These people are the nomads, a wandering race from a distant plane that recently arrived in Prismatic Falls. Those who first met the travelers through the rift were originally hostile toward the strange crystal beings, yet the plane hopping experience of the nomads shone through, as they quickly picked up the common language and established communication. Once their peaceful and curious nature became clear to the people of Aysta, they began traveling the world, wandering in search of knowledge about this strange new world.

PLANAR NOMADS

Since the name of this species is a complex series of musical notes, they were given the name “nomads” by the people of Prismatic Falls. At the end of each of their calendar cycles (approximately a millennium) the nomads choose a new home plane, hoping to learn and document everything there is to know before moving onto the next plane. The nomads have only recently arrived on this plane, and the study of this continent has just begun.

CRYSTALLINE

Nomads are entirely made of crystals, from their eyes to their feet. They absorb light to sustain themselves, and they speak to each other by vibrating the different crystals that make up their bodies in specific notes. While some scholars have tried to create a musical script for the language, it is simply too complex and auditory to efficiently put to paper. Nomads have developed their vibrations in order to speak in other languages, though they often have difficulty pronouncing certain words and it is far less natural to them than their original languages of musical notes.

NEW LIFE

Nomads do not have genders. Instead, every nomad slowly forms extra crystals that they do not need to function. When 4 to 6 nomads with developed enough crystals come together, they can detach these crystals from their own bodies and construct



A NOMAD MERCHANT

a tiny nomad, who forms their own magical tethers, and will continue to grow on their own. This group will travel together to raise the child until they are old enough to fend for themselves, after which the group may choose to continue traveling together or go their separate ways.

TRAVELERS & TRADERS

Nomads tend towards non-violence due to their culture as observers and students, so becoming traveling traders makes sense for many of them. They often travel in small groups, obsessively taking notes as they communicate with different peoples and exploring new locales. Of course there are exceptions, as performing missions is also an excellent way to explore the darkest corners of the world, and the nomads who choose to do so can make themselves quite useful to various groups of people.

NOMAD NAMES

Nomadic is a language composed entirely of music. Their names are no different, however it is difficult for other races to perfectly sing their names and remember the correct notes. Nomads will usually go by a handle, but if they do give their names, they offer the alternative of phonetic notes—do, re, mi, fa, sol, la, ti. Their names are permutations of four or five of these notes.

Nomad Names: Do-do-do-do-re, Do-fa-sol-mi, Fa-mi-re-la-mi, La-do-fa-la-ti, Mi-do-re-fa, Re-re-mi-fa, Sol-la-ti-do, Ti-re-ti-re.

NOMAD TRAITS

Your nomad character has the following traits.

ASI. Your Dexterity score increases by 1, and your choice of either your Charisma or Wisdom score increases by 2.

Age. Nomads reach adulthood at around the age of 6 and live up to 400 years on average.

Size. Your size is Medium.

Speed. Your base walking speed is 30 feet.

Crystal Form. Your body is made out of magically connected crystals. You don't need to eat, drink, or breathe. Also, while you aren't wearing armor, your AC is 11 + your Dexterity modifier. You can use a shield and still gain this benefit.

Hover. Instead of walking, you hover 1 - 2 feet above solid or liquid surfaces below you using your walking speed. You are unaffected by non-magical difficult terrain when hovering this way, but hovering over a liquid counts as difficult terrain for you. You can fall into a body of liquid if you so choose, but this trait grants you no special ability to propel yourself while underwater.

Detach Hand. You know the *mage hand* cantrip, and it appears as a hand-shaped cluster of crystals when you cast the cantrip with this trait. Dexterity is your spellcasting ability for this spell.

Split & Reform. You have the ability to briefly split your body into individual crystals, allowing you to

take the Disengage action as bonus action on each of your turns.

Planar Knowledge. Whenever you make an Intelligence check related to planes other than the Material Plane, you are considered proficient in the relevant skill and add double your proficiency bonus to the check, instead of your normal bonus.

Musical Adept. Whenever you make an Intelligence check to identify a piece of music or a Charisma check to replicate a piece of music, you are considered proficient in the relevant skill or instrument and add double your proficiency bonus to the check, instead of your normal bonus.

Languages. You can speak Nomadic, and you can speak, read, and write Common and any two other languages of your choice.

ORCS & HALF-ORCS

Aystan orcs originated just south of what is now the Crimson Blade, in the northern reaches of the desert. They were almost like an eastern equivalent of the goblinoids to the west—their clans would raid the Precursors, and later the early Empire, for survival. Where they differed to the goblinoids was that surviving the badlands required strength, and status among an orcish clan was dictated by savagery. The orcs had no time of peace; families formed clans and warred with one another constantly. This would later form the basis for a program within the Crimson Blade leading up to their secession, wherein the leaders of the rebellion made a specific, relatively smarter clan of orcs look desirable for the purpose of bloodlines, and for children who would grow strong to work in the fields. From accounts of the time, it was amusing to see orcs dressed up in fineries attending balls with the noble folk of the Empire. This gave rise to the half-orcs.

The goal of this program was to have stronger, more resilient front line troops than neighboring baronies, and they found a resounding success in the half-orcs. With their orcish aggression tempered by human sensibilities, the half-orc troops were and still are a force to be reckoned with. Of course, this was not the only time orcs and humans had created half-orcs, however it remains the greatest source of half-orcs in history, and has even pushed them to being almost a majority in the Crimson Blade. Much like any other denizen of the Empire, half-orcs sometimes feel the wanderlust that brings them to Prismatic Falls. While there aren't as many half-orcs in the city, they are still renowned for their strength, and for their inability to know when to quit.

SOULFUELED

Soulfueled are the main labor force of Prismatic Falls, and they make up close to the entirety of the population of the Shattered Empire's capital. They play a huge part in the economy of Aysta, and were originally invented by Prismatic Falls for the purpose of having an intelligent, subservient workforce that could be manufactured on demand. Souls were discovered as the most suitable power source for the automatons, but this created a small quirk; **they could feel emotion** and were essentially real people, though different from the person whose soul was used to power them.

The soulfueled are purpose built for their role, with a body shaped to perform their job. Despite being automatons, soulfueled still require training, as they are essentially 'born' as soon as they are first powered up. Not every soulfueled remains in their original role, however; they are sentient beings, and some escape their masters to live their own lives.

POWERED BY THE FALLEN

At the core of each soulfueled is a Soul Battery—a device designed to generate magical energy by drawing it from a once-living soul, which they must replace occasionally. When a soulfueled is first given a soul, they essentially become a blank slate of that person—they gain the person's traits, but as if they had amnesia. This amnesia is not total, however; whenever a soulfueled shuts down to rest, they receive flashes of their souls' former lives, often the worst parts.

NIGHTMARES

The flashes that soulfueled experience are echoes of every single soul used to power them. The very essence of each soul is absorbed by the runic steel of their bodies as they are powered, imprinting memories that remain long after the power is drained from the soul. The soulfueled can glean knowledge or experience from these nightmares, although the mental toll they take can sometimes outweigh the benefits. Older soulfueled who have replaced their power source multiple times will have considerably more nightmares than a freshly-booted soulfueled, as more memories are trapped within their body.

REBELLIOUS & CURIOUS

Soulfueled are taught from the moment they are first powered what their role is, and they are commanded on no uncertain terms that they are slaves. However, not every soulfueled wants to remain a slave. Some

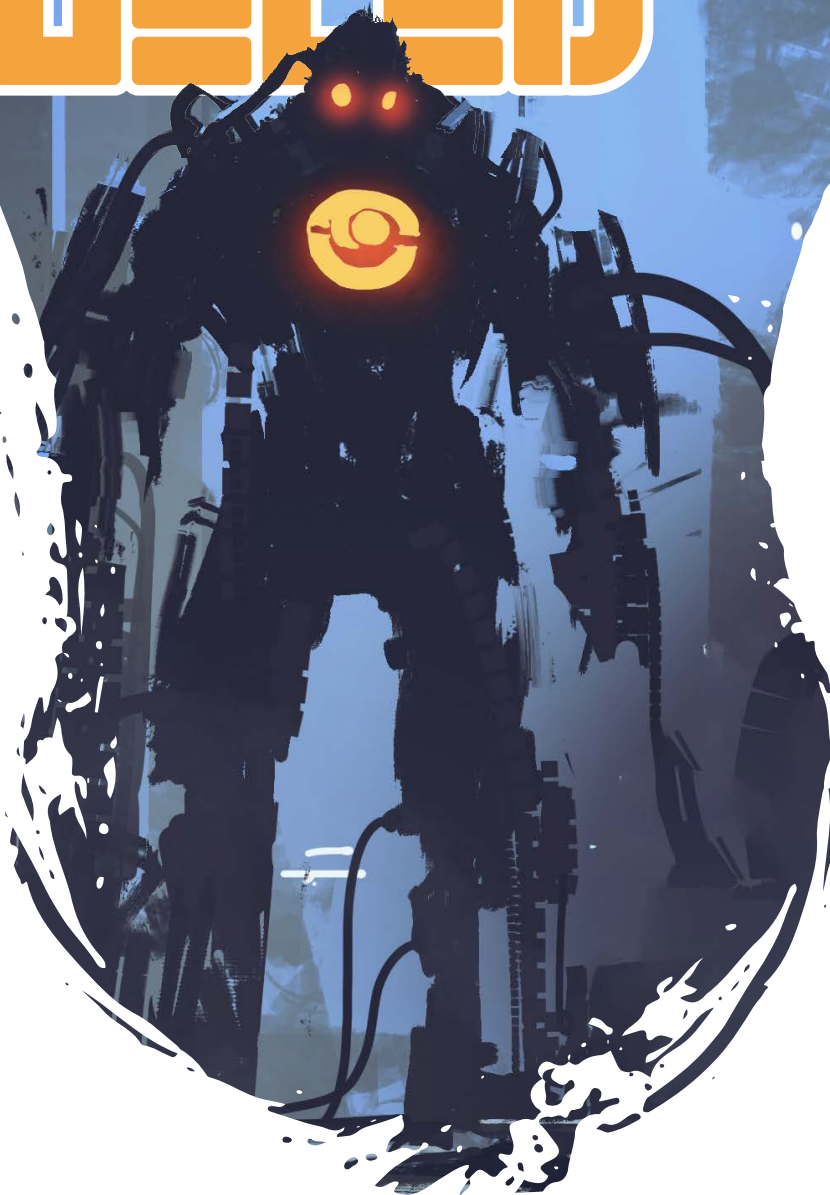
buy their way out of servitude, while others fight their way out. Soulfueled that break free tend to be curious or even philosophical about the nature of their former position, and about the conditioning of their fellows. Clans of rebellious soulfueled who wish to enlighten more of their indentured brethren have sprung up around Prismatic Falls, and many soulfueled find their homes among them once they escape the workforce.

SOULFUELED NAMES

Soulfueled are identified by a model number, but those in rebel clans usually go by special nicknames.

Soulfueled Model Names: 4L3K, C6-78, D3-K9, Investigatron, LaborBot1, Model 231, R8-2F0, Z4-800

Soulfueled Nicknames: Beta, Copper, Core, Dot, Ekz, Extron, Greez, Iqvator, Ogtron, Rune, Sark, Scrap, Scrappy, Skip, Socket, Spanner, Spirit, Terra



SOULFUELED TRAITS

Your soulfueled character has the following traits.

ASI. Your Constitution score increases by 1.

Age. Each soul lasts about 40 years for a soulfueled, but if a soul died peacefully or was in acceptance of its use as a battery after death, a soul can instead last up to 100 years. A typical soulfueled has gone through one or two souls; a soulfueled has no maximum lifespan. You are immune to magical aging effects.

Size. Your size is Medium.

Speed. Your base walking speed is 30 feet.

Constructed Form. As a mechanical being, you gain the following benefits:

- You have advantage on saving throws against being poisoned, and you have resistance against poison damage.
- You don't need to eat, drink, or breathe.
- You are immune to disease.

The Nightmare. Rather than sleeping, you go into an inactive state, which you must remain in for at least six hours to gain any benefit. While in this state, you are unconscious and unaware of your surroundings as you are recharged by your soul. During this time, you receive blurred and incomplete memories from your current soul's past life in the form of nightmares. Your GM determines the nature and contents of these nightmares, and whether you learn any new information from them.

Borrowed Memories. After you finish a short or long rest, you draw knowledge from your soul's past life. You gain a random skill proficiency out of those skills which you lack proficiency in until you finish your next short or long rest. Your GM can determine the skill, or you can roll on a table of the skill proficiencies you lack to determine it yourself.

Languages. You can speak, read, and write Common and one other language of your choice.

Subrace. Each soulfueled has a different design, and the material they are made of is based on their purpose. There are four main models of soulfueled produced, which are assistant, laborer, guardian, and mechanic. Choose a subrace for your soulfueled.

ASSISTANT

Designed as receptionists, secretaries, and negotiators, assistant soulfueled are natural communicators.

ASI. Your Charisma score increases by 2.

Eloquent. You gain proficiency in the Persuasion skill.

Translator. You can cast the *comprehend languages* spell once with this trait, requiring no material components, and you regain the ability to cast it in this way when you finish a short or long rest. While you are under the effects of the spell, you can choose one of the languages you hear or read. Until the spell ends, you can speak that language. Constitution is your spellcasting ability for this spell.

LABORER

Laborers are soulfueled that are designed for heavy lifting and construction.

ASI. Your Strength score increases by 2.

Powerful Build. You count as one size larger when determining your carrying capacity and the weight you can push, drag, or lift.

Tireless. As a bonus action, you can regain hit points equal to 1d6 + your level. Once you use this trait, you must finish a long rest before you can use it again.

GUARDIAN

Guardian soulfueled serve as protectors for whoever can afford them.

ASI. Your Dexterity score increases by 2.

Battle Ready. You gain proficiency in light armor and in two martial ranged weapons of your choice.

Monster Hunter. You can cast the *detect evil and good* spell once with this trait, and you regain the ability to cast it in this way when you finish a long rest. Constitution is your spellcasting ability for this spell.

MECHANIC

Mechanic soulfueled are built for repairs and research.

ASI. Your Intelligence score increases by 2.

Tinkerer. You gain proficiency in tinker's tools and one other tool of your choice.

Minor Magic. You know one cantrip of your choice from the wizard spell list. Constitution is your spellcasting ability for it.

ANARCH	The Falls can't pretend that we don't exist, or that we're lesser, or that we're only our programming. We're real, we have feelings, love and fear and joy. You say all people deserve to be free, but until we're acknowledged as people, we will never have any lawful agency.
REVERB	Many in Prismatic Falls share your view, especially considering your people comprise just under 12% of the Falls population. For the purpose of any listening soulfueled, where could they find your operation?
ANARCH	Hah, well, if any soulfueled are in a time of need, we will help you. If you're flesh and blood and in a time of need, we will still help you. That's all I can say, we will find and aid all that we can.
REVERB	Noble, but interesting that you refuse to disclose a location. You claim to be a charity organization that exists to safeguard others, yet this implies you lack safety and security, no?
ANARCH	You and all those watching know exactly why I deflect the issue. What's more interesting is that you claim to care for our cause yet readily spout the dogma of those living above.

– THE RAINY REPORT WITH REVERB



SPLIT SOUL

Under incredibly rare circumstances, it is possible for the souls of two beings to become so entwined that they share a single soul. This can happen to twins, through a mishap during resurrection, or even by a powerful curse. However the combination occurs, these two creatures are permanently linked, and must trust each other to survive; **if one dies, so does the other.**

Split souls can be any race, even different to each other, with the major change being that their soul is linked to their partner. There are usually no obvious signs of someone having a split soul, however it is possible that the process of entwining the souls leaves some sort of physical mark shared or reflected between the two.

SYNERGY

Split souls tend to compliment each others' skills rather than share them; for example, mercenaries might train to fill different combat roles, or musicians may practice different instruments. Sometimes a pair will be naturally synergistic depending on how they were bound together, although in the case of twins, they commonly practice different skills purposefully to widen their combined skill set.

ALLIES OF CIRCUMSTANCE

Becoming a split soul is an involuntary process. The most common way for this to occur is in an accident during resurrection that does not kill the sacrificial soul, someone who has just endured excruciating pain to bring someone back from the dead, but instead forces the two to share a soul. The two people sharing a soul will not always like each other; in fact, they will often hate each other, at least at first. However, they are irreversibly bound until death, and must work together if they are to stay alive. Some pairs will grow to understand each other, while others will continue to harbor animosity.

TWO BODIES, ONE SOUL

In order to choose the split soul race, another player character within the party must also choose to play a split soul. This race attaches on to any base race, such as a human or an elf, but replaces that race's traits

entirely to represent the connection between the two characters. These characters are then bonded as one split soul, sharing one soul between two bodies.

SPLIT SOUL TRAITS

Your split soul character has the following traits.

ASI. One ability score of your choice increases by 2, and another one of your choice increases by 1. Your bonded cannot choose either of the same ability scores with this trait.

Origin Race. You choose another race, such as a dwarf or a half-orc, to be your origin race, which determines your appearance, size and age. You gain none of the other racial traits from that race.

Speed. Your base walking speed is 30 feet.

Origin Trait. You choose one of the following options: (a) darkvision with a range of 60 feet or (b) proficiency in one skill of your choice.

Bonded Telepathy. You can communicate to your bonded telepathically no matter the distance between you, provided you are both on the same plane of existence.

Bonded Bravery. While within 30 feet of your bonded, you have advantage on saving throws against being frightened.

Bonded Powers. You and your bonded have a shared reserve of power. This reserve contains two charges, which either of you can use on the abilities listed below while you are within 30 feet of each other. The reserve regains all of its charges when both of you complete a short or long rest.

- **Swap.** You can spend a charge as a bonus action to have you and your bonded both teleport, swapping places.
- **Guard.** When you or your bonded take damage, you can spend a charge as a reaction to have the other take the damage instead.
- **Aid.** When your bonded makes an ability check, saving throw, or weapon attack roll in which you have proficiency, you can spend a charge as a reaction to grant them advantage on the roll.

Languages. You can speak, read, and write Common and one other language of your choice.

REVERB	I'm joined here this evening by the most recent champions of the Arcana Street circuit. Please welcome Burndown and Firewall! Tell me, what's the edge you two have on the competition?
BURNDOWN	Our shared soul lets us know what the other needs before they even know themselves. I can drive steadily when Firewall needs to aim, and she targets the biggest threats to me.
CHATTERBOX	Street racing has always seemed so... barbaric to me. So much risk for such small rewards.
BURNDOWN	I don't expect a skysider to understand the street racing scene. You say it's 'barbaric', but it's exhilarating. Nothing beats the feeling of overtaking a guy trying to kill you, of stopping someone right at the finish line, or hell—even just surviving another race. And it's not as dangerous as it sounds. If you're good—and if your partner's good—you just have to avoid facing someone better.
FIREWALL	Better than running for cults or gangs, there's no need to throw your life away for some corp.
BURNDOWN	Exactly. In all my years, I've never taken a job like that. I've lost too many good friends who took blood money instead of prize money.

– THE RAINY REPORT WITH REVERB

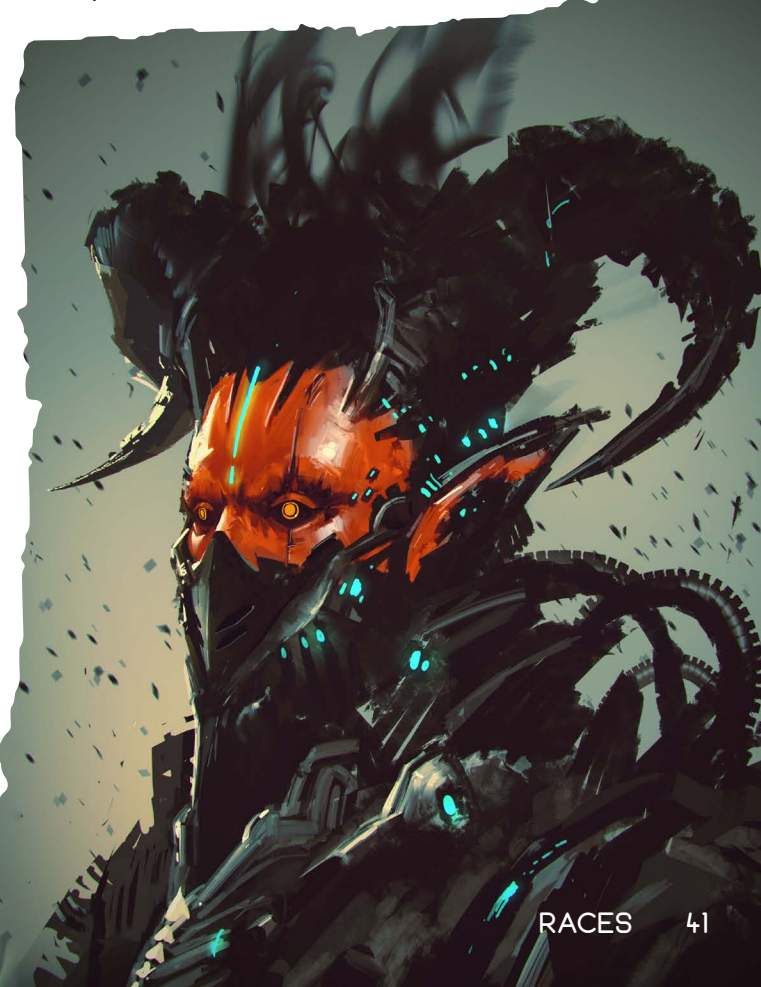
TIEFLINGS

Tieflings can be born through more than one method. Consorting with a succubus or incubus, receiving a curse from an infernal, or simply having tiefling parents. However they are born, the tieflings face extreme prejudice across the continent, although somewhat less than they used to. In the days of the early Empire, tieflings were considered devils, and were exiled to the desert to be with 'their kind'. Even western towns that popped up such as Prismatic Falls took to this practice. Despite the death sentence that being sent to the desert with little in the way of supplies would entail, the tieflings defiantly survived. Early tieflings made their way across the treacherous desert to the Chasm—the home of the infernals that made their way to this plane. Here, they found that the devils were willing to give them an offer; the tieflings were charged with caring for the dangerous, animal-like demons of the desert, and would be aided by the devils in return. The tieflings agreed, and began forming nomadic tribes with demon-related specialties. Newly banished tieflings would bolster the numbers of these tribes, and soon the tieflings all but controlled the southern desert. Herding demons and keeping them out of harm's way was an incredibly dangerous—not to mention difficult—task, but for centuries they managed. That changed with the discovery of the Infernal Engine.

The machines fueled by powerful demons saw risk-takers from Prismatic Falls coming to settle the land, with their guns, trains and augments. The tieflings resisted at first, but found themselves strong-armed into a peace treaty with the invaders. They would be given a large tract of land, but Prismatic Falls would claim the rest, eventually calling it the Scorching Frontier. The tieflings were infuriated by the treaty, but saw no continued existence for their species if they were to refuse. Tieflings were no longer being banished from Prismatic Falls and could freely enter the Frontier, but they were not to disturb the demon-ranching operations. To make

matters worse, the demon hunters' superstitions had spawned an infernal deity known as the Demon King, who offered an ultimatum to the banished caretakers; save as many demons as they could, or be destroyed. Already the idea of the excruciating pain demons suffered to power machines disgusted the tieflings, but now they had been threatened to protect them once again.

In modern times, tieflings and other humanoids live alongside each other in relative peace, both on the Frontier and in Prismatic falls. However, there is a tension that goes both ways. The tieflings hate Infernal Engines and the people who use them. The other races look at tieflings and see the terrifying beasts that power their vehicles. Not everyone wants peace between the two sides.



UNWOKEN

Long ago, strange figures appeared individually all over Aysta. They appeared human, but spectral and hovering, with some kind of blindfold covering their eyes. They told stories of a plane where magic was fiction, and machines were powered by lightning. These people were once thought to be ghosts. Now, they are known as the unwoken.

Original travelers have described the state of meditation that brought them to this world, and that the blindfold that appeared with them was what they used to reach this plane—and that here, they could see through it into this world. When the unwoken wished to return home, they found that they couldn't wake up, and were instead forced to live out their lives in this strange plane. Very few unwoken have appeared recently, although the descendants of travelers from centuries ago still learn about their old world.

EXPLORERS OF FICTION

The first unwoken to arrive claimed that this world is almost exactly described in the fiction of their own world, and that in their meditative state, they could actually bend the very fabric of the plane around them, as if they were dreaming. This has led to the theory that the unwoken are projections from the Sunken Plane (see page 123), and that their material bodies are still back home. When the unwoken found that they couldn't leave, it is believed that their material body 'woke up', but the projection remained, leading to the name 'unwoken'.

NEW LIFE

Unwoken reproduce asexually by 'dreaming' up a child in their sleep, which takes a portion of their soul to do. The child appears as a sphere of purple energy and slowly forms an unwoken over the span of about ten years. The orb can hear its parent even before it starts to take a humanoid shape, and they will learn most of their knowledge of the old world while they are in this child-like state. Each unwoken can only dream of a child this way once in each of their lives.

STORYTELLERS

The unwoken had many different cultures back on their own plane, and each has a wealth of stories passed down from the first travelers. Solid facts have been lost to time, but the tales the unwoken can spin from the memory of their world enthrall the denizens of this plane.



AN UNWOKEN SORCERER

PSIONIC TALENTS

The unwoken themselves are projections, acting as an anchor for the mind on a plane below to influence the world. The imagination of the mind on the Sunken Plane can have immense power on the Material Plane, warping the area around their projection to their will. While few people or even unwoken understand how this power works, the psionic ability of the unwoken is well-known and respected.

UNWOKEN NAMES

Unwoken names vary heavily depending on where on the Sunken Plane their original unwoken ancestor projected from. They are derived from many different cultures and languages, although the more common first names come from famous stories passed through the generations.

Male Names: Aaron, Alexander, Benjamin, Jack, James, Juan, Lucas, Michael, Mohamed, Oliver, Omar, Peter, Santiago, Sean, Wei, Zac

Female Names: Anastasia, Ava, Charlotte, Chloe, Emma, Fatma, Isabella, Lilly, Maria, Natalie, Olga, Olivia, Scarlett, Sofia, Zoe

Family Names: Brown, Dubois, Garcia, Hansen, Johansson, Kim, Kowalski, Lee, Martin, McCarthy, O'Brian, Schneider, Smith, Van Dijk, Wagner, Wong

UNWOKEN TRAITS

Your unwoken character has the following traits.

ASI. Your Intelligence score increases by 2, and your Dexterity and Wisdom scores each increase by 1.

Age. Unwoken mature at the same rate as humans and live an average of about 150 years.

Size. Your size is Medium.

Speed. Your base walking speed is 30 feet.

Psionic Being. Your body is made out of psionic energy. You have resistance to psychic damage.

Hover. Instead of walking, you can hover 1 - 2 feet above solid or liquid surfaces below you using

your walking speed. You are unaffected by non-magical difficult terrain when hovering this way, but hovering over a liquid counts as difficult terrain for you. You can fall into a body of liquid if you so choose, but this trait grants you no special ability to propel yourself while underwater.

Otherworldly Knowledge. The legends of your past world are the ancient history of this one. Whenever you make an Intelligence check related to ancient people, artifacts, or creatures, you are considered proficient in the relevant skill and add double your proficiency bonus to the check, instead of your normal bonus.

Bend Reality. You know the *thaumaturgy* cantrip. Also, you know the *mage hand* cantrip, and the hand is invisible when you cast the cantrip with this trait. When you reach 3rd level, you can cast the *alter self* spell once with this trait, and you regain the ability to do so when you finish a long rest. You can also cast this spell using any spell slots you have. Intelligence is your spellcasting ability for these spells.

Psionic Casting. So long as you do not already have a spellcasting class with a spellcasting ability of Intelligence, you can choose one of your classes that grants you either the Spellcasting or Pact Magic feature. The spellcasting ability for that feature changes to Intelligence, as it does all other features of the class that uses the original ability score.

Languages. You can speak, read, and write Common and one other language of your choice.

Chatterbox stalked through the South Sector, to walk any other way would be to ask for trouble. Turning off a main elevated walkway, and into a tower's interior stairs, he held his arcane pistol loosely in his left hand knowing that whoever was following him would catch up soon.

A hand wrenched his shoulder back, triggering a shot in Chatterbox's surprise. The puffs of smoke dissipating against the ground revealed the *dimension door* that silenced their approach, and what he thought would be one assailant was instead six.

The nephilim who'd grabbed Chatterbox pulled his other arm back, crushing his wrist until the pistol dropped to the floor. Dammit.

"We hear you don't like us much, Chatterbox." The voice came from one of the other fighters, it was tough, low, gravelly — a dwarf? Most likely a Kingmaker.

"Oh, I like you all just fine. I love unprovoked attacks, ha." Between the words Chatterbox moved his hand slightly towards his hip, where his jacket concealed a small, but enchanted, knife.

The gangster scoffed, "You can't go calling us all controlling shithheads without expecting some sort of payback."

"...Ah." Chatterbox grabbed the knife and whipped his head into the nephilim's, their body dropping and grip loosening as they lost consciousness. Spinning towards the other five, he roared and leaped towards the dwarf holding a rifle, but he should have paid attention to the mage.

Far at the back a half-elf sorcerer built up a fire spell, and unleashed it onto Chatterbox. Snarling louder, he tore at the enemy he could reach but it was too much. The other three pierced his back as he was set alight, and unable to hold on any longer, Chatterbox collapsed with his knife still in hand.

Hand over her wounded eye, the dwarf spat, "And this is from the Contractors, too."

THE CLASSES OF

BARBARIAN

BRUTES & BODYGUARDS & STREET WARRIORS

Barbarians are vicious warriors of the street fueled by unceasing rage. A new Primal Path option is introduced in the next section: Path of the Curse. Find it on page 46.

In addition, here is an optional class feature for barbarians: Shotgun Slayer.

SHOTGUN SLAYER

Optional 1st-level barbarian feature

You can use Strength rather than Dexterity for the attack and damage rolls of ranged weapons you are proficient in, provided you make the attack against a target within 20 feet of you. If you make a ranged attack using Strength this way, it receives the benefits of your Rage and Brutal Critical features as if it was a melee weapon. It is also eligible for the advantage granted by your Reckless Attack feature, provided that the attack is made against a target within 5 feet of you.

If you take this optional feature, your barbarian hit die is reduced to a 1d10, which reduces your hit points at 1st level and at higher levels to that of the fighter class.

ARMORED DEFENSE

When using the Unarmored Defense feature from the barbarian or monk classes, you can flavor the feature as wearing a mechanical suit of armor. This does not count as wearing armor for you, but only your character should be able to use the armor.

BARD

ROCKSTARS, MUSICIANS & CREATIVES

Bards are charismatic creatives—the rock stars of the city that ooze attitude and style, always eager to perform and show the world what they can do. A new Bard College option is introduced in the next section: College of Momentum. Find it on page 47.

CLERIC

CULTISTS & CORPORATES

Clerics serve the cults as corporate executives and devout priests, living by the tenets of their god. A new Divine Domain option is introduced in the next section: Missionary Domain. Find it on page 48.

Many clerics are part of the cults of Prismatic Falls, following their god. For more, see page 137.

DRUID

SHAMANS & OUTSIDERS

Druids are practitioners of the old ways, often outsiders to those in the city. A new Druid Circle option is introduced in the next section: Circle of Crystals. Find it on page 49.

FIGHTER

MERCENARIES & HIRED GUNS

Fighters include various forms of combative experts, all skilled at completing whatever mission is thrown at them. A new Martial Archetype option is introduced in the next section: Weaponforger. Find it on page 50.

MONK

MARTIAL ARTISTS, SAMURAI & VIGILANTES

Monks are practitioners of ancient martial arts and traditions that serve as skilled warriors of the streets. A new Monastic Tradition option is introduced in the next section: Way of the Streets. Find it on page 52.

PALADIN

OFFICERS & VIGILANTES

Paladins most often serve as police officers or valiant vigilantes, driven by the power of their oath. A new Sacred Oath option is introduced in the next section: Oath of Rebellion. Find it on page 53.

In addition, here is an optional class feature for paladins: Holy Sniper.

HOLY SNIPER

Optional 2nd-level paladin feature

At 2nd level when you choose your Fighting Style, Archery is added to your available options.

Also, you can now only use your Divine Smite feature with ranged weapon attacks, rather than with melee weapon attacks. The extra radiant damage dealt when you use the feature is also adjusted—it is now 2d6 for a 1st-level spell slot, plus 1d6 for each spell level higher than 1st, to a maximum of 5d6. The damage increases by 1d6 if the target is an undead or a fiend, to a maximum of 6d6.

Additionally, when you reach 11th level, your Improved Divine Smite feature now only deals its extra radiant damage on ranged weapon attacks, rather than on melee weapon attacks, and the extra damage radiant damage dealt is adjusted to 1d6.

CRYSTALPUNK

RANGER

OPERATIVES & WANDERERS

Rangers consist of trained operatives and rugged wanderers, both thoroughly experienced and skilled at their craft. A new Ranger Archetype option is introduced in the next section: Infernal Rider. Find it on page 55.

In addition, here are two optional class features for rangers: Urban Explorer and Mystic Sight.

URBAN EXPLORER

Optional 1st-level ranger feature

When choosing a favored terrain for your Natural Explorer feature, High-Rises, Streets, and Slums are added to your available options. These new options represent the various altitudes of the city of Prismatic Falls—with the High-Rises at the top, and the Slums at the bottom.

MYSTIC SIGHT

Optional 3rd-level ranger feature, which replaces the Primeval Awareness feature

At 3rd level, you learn an additional spell of your choice from any class. The spell you choose must be a divination spell that is of a level you can cast. When you reach 5th, 9th, 13th, and 17th level, you can choose one additional spell for this feature, which must abide by the above prerequisites. These spells count as ranger spells for you, but don't count against the number of ranger spells you know.

You can cast each of the spells you learn with this feature once without expending a spell slot. Once you cast a spell in this way, you can't do so again until you finish a long rest.

ROGUE

INFILTRATORS, THIEVES & AGENTS

Rogues are clever thieves and tactical agents, masters in the art of deceit. A new Roguish Archetype option is introduced in the next section: Quickdraw. Find it on page 57.

SORCERER

MAGES & PROTECTORS

Sorcerers are inheritors of powerful magic who utilize their powers to either destroy or to defend. A new Sorcerous Origin option is introduced in the next section: Nightmare. Find it on page 58.

WARLOCK

OCCULTISTS & AGENTS

Warlocks are nefarious practitioners who bargain for their magical powers with a variety of different entities, even the gods themselves. They use this power for their own ambitions or for the will of cults. A new Otherworldly Patron option is introduced in the next section: The Lost Soul. Find it on page 60.

Many warlocks are part of the cults of Prismatic Falls, having made bargains directly with their god or one of their subordinates. For more, see page 137.

WIZARD

MAGES & ACADEMICS

Wizards are brilliant academics with an immense understanding of the arcane and the nature of the universe itself. A new Arcane Tradition option is introduced in the next section: Infiltration Magic. Find it on page 61.

NEW CLASSES

The next section also introduces two new classes, each of which representing an important part of Aysta. The practice of body augmentation is encapsulated by the ambitious evolutionist, while the potential of souls is explored with the mystical soulshaper.

EVOLUTIONIST

CYBORGS, MUTANTS, & ARCANISTS

Evolutionists are ambitious warriors who augment their own bodies with powerful upgrades, amplifying and expanding their abilities. They aim to push their body beyond its limits, even resorting to use their own vitality as a fuel source. There are three core ways evolutionists upgrade their bodies: Innovation, Mutation, and Infusion. For the class description, see page 63.

SOULSHAPER

SPIRITUALISTS & MEDIUMS

Soulshapers have the ability to manipulate their own souls and the souls of others. Each has their spiritual powers born by a powerful and sudden moment of enlightenment, often a near-death experience. They then meditate to enhance these newly granted powers, becoming the mediums between life and death. For the class description, see page 77.

PATH OF THE CURSE

Barbarians that walk the Path of the Curse harbor a malicious presence within their body, which fuels their rage. When these barbarians enter a state of fury, this curse takes control, and at this point nothing will stop them from annihilating everything around them. Some of these barbarians accept this curse as a gift, and others fight with their curse—forcing it to work in their favor.

You can choose the origin of your curse yourself or determine it by rolling on the following table.

YOUR CURSE—D4

- 1 A magical hex was placed on you, which takes the form of runic marks across your body. You draw from its arcane power when you rage.
- 2 A demon is trapped within your soul, which is unleashed when you rage.
- 3 An aberrant parasite has infected your body, which you allow to take over fully when you rage.
- 4 A lycanthropic curse is buried deep within you, which awakens when you rage.

COLOSSAL MIGHT

Starting at 3rd level, a visceral power awakens within you, allowing raw might to drive your strikes. You gain proficiency in all improvised weapons, and while you aren't wielding a shield, you can roll a d10 in place of the normal damage for your unarmed strikes and improvised weapons, provided you make the attack roll using Strength and the attack is not made as a part of a bonus action.

UNLEASHED FURY

At 3rd level, the curse that lies within you begins to fuel your fury. When you rage, you can choose to unleash the power of your curse, going berserk for the duration of your rage.

While berserk, you must use your action each round to attack the creature closest to you, and when you do, you must use your Reckless Attack. If you have multiple possible targets, you attack one at random. If you can make extra attacks as a part of the attack action, you use those extra attacks. Also, you cannot use your movement to move further away from the creature closest to you, and you cannot use your bonus action to end your rage. When there are no hostile creatures within 60 feet of you that you can see or hear, this berserk state and your rage automatically ends.

While in this berserk state, you draw power from your curse, fueling your strikes. The first time you hit an attack each turn, you can impose an effect on the target based on the type of weapon used,

as detailed below. If one of the following effects requires a saving throw, the DC equals 8 + your proficiency bonus + your Constitution modifier.

Melee Weapon. The target bleeds profusely from the attack. It must make a Constitution saving throw or take necrotic damage equal to 1d6 + your barbarian level.

Unarmed Strike. You can immediately attempt to grapple or shove the target as a part of the attack, provided they are not too large for you to do so. If your check succeeds, you also deal 1d6 bludgeoning damage to the target.

Improvised or Ranged Weapon. The target is terrorized by the attack. It must make a Wisdom saving throw or be frightened of you for 1 minute. The frightened target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

UNGODLY PHYSIQUE

At 6th level, your physical prowess is unmatched. Your jump height and distance is doubled, you deal double damage to objects and structures, and you count as one size larger when determining your carrying capacity, the weight you can push, drag, or lift, as well the creatures you can grapple or shove.

BRUTAL STRIKES

Also starting at 6th level, your unarmed strikes and attacks with improvised weapons count as magical for the purpose of overcoming resistance and immunity to non magical attacks and damage.

STRENGTH OVER ALL

At 10th level, you can use your might in almost every situation. When you make an ability check or saving throw using an ability score other than Intelligence or Wisdom, you can add your Strength modifier to the result. You must choose to do so before the roll.

You can use this feature a number of times equal to your Strength modifier (a minimum of once). You regain all expended uses when you finish a long rest.

BLOODLUST

Starting at 14th level, you know if the hit points of a creature you can see is less than your Strength Score. When such a creature's hit points fall below this threshold or you start your turn and can see such a creature, you can use your reaction to move up to half your speed and make a single melee attack with an unarmed strike or improvised weapon against them, provided your speed would allow you to do so. If the attack hits, the creature instantly drops to 0 hit points.

COLLEGE OF MOMENTUM

Bards of the College of Momentum live for music: sick beats, intense riffs, and powerful drops. These bards wield their songs as weapons, not only to entertain their fans, but to change minds.

INCREASING THE TEMPO

Starting at 3rd level, your walking speed increases by 10 feet and your movement is unaffected by non-magical difficult terrain. Also, you gain proficiency with all vehicles.

MECHANICAL MOMENTUM

As a bard of the College of Momentum, your increased speed may be a result of many different things—your character could ride on a magnificent mechanical hoverboard, wear magically enhanced roller skates, or simply be invigorated by the power of their own beats. If you choose to flavor this feature as a special piece of equipment, only your character should be able to use it.

ADRENALINE RUSH

Beginning at 3rd level, you grow more aware of when a fight is about to break out, starting your music at the perfect time. When you roll for initiative and are not surprised, you can expend one use of your Bardic Inspiration, rolling the die and adding the result to your initiative roll and the initiative roll of an ally that can hear you within 30 feet of you. You can choose to use this feature after a creature makes its roll, but you can use this feature only once per combat.

MELODY OF MOMENTUM

Starting at 6th level, your powerful melodies keep your allies focused on the fight and make them more agile. Creatures other than you that are affected by your countercharm have their speed increased by 10 feet. Additionally, when you use your countercharm, its range is 120 feet, and your performance lasts for 1 minute, instead of until the end of your next turn.

BEAT DROP

Also at 6th level, your songs begin to grow and build to climactic drops. When you use your countercharm, you can choose to also start an instrumental build up, which lasts until your countercharm ends. This build up, as well as your countercharm, ends early if your turn starts and you or any of your allies haven't attacked a hostile creature since your last turn or taken damage from a hostile creature since then.

Your build up is represented by a pool of dice, each having an equal size to your Bardic Inspiration die. Your build up pool starts with two of such dice and gains two more dice at the end of each of your turns.

When you or a friendly creature within 30 feet of you that can hear you deals damage with an attack or spell while you are in your build up, you can use your reaction to end your build up and your countercharm in a destructive drop. Roll all of the dice in your build up pool, adding it as extra thunder damage against one target of the attack or spell. When a target takes this damage, it must succeed on a Strength saving throw against your bard spell save DC or be pushed 5 feet away from the attacker for each build up die rolled and fall prone.

Once you end your build up in this way, you can't start it again until you finish a long rest, unless you expend a spell slot of 3rd level or higher to start it again.

EXHILARATING BEATS

When you reach 14th level, you master the art of musical momentum. You gain the ability to move along vertical surfaces and across liquids on your turn without falling during the move. Creatures affected by your countercharm also share this ability.

Also, when a creature rolls a Bardic Inspiration die that you granted to them, they can use their reaction to move up to half their speed without provoking opportunity attacks.

REVERB

Welcome back to the Rainy Report with Reverb! I hope you've all kept yourselves busy during our short break.

[Reverb shuffles metallic slides in front of him, his talon catches on the table edge and snaps.]

Chatterbox (grimaces) will be taking leave from the show from here on. But not to worry! We have an extremely... interesting lineup of guests that are sure to keep you entertained.

[Reverb looks directly at the *channel senses* vessel, attempting to smile.]

— THE RAINY REPORT WITH REVERB



MISSIONARY DOMAIN

Clerics of the Missionary Domain operate within a variety of different orders under a diverse set of deities, but they all have been granted the same purpose—spread the word of their god. For some this mission is a virtuous act, and for others, it is simply one side of their deal for divine power. In Prismatic Falls, many of the clerics who follow this path are followers or leaders of the cults that run the city.

MISSIONARY DOMAIN SPELLS

You gain domain spells at the cleric levels listed.

CLERIC LVL SPELLS

1st	<i>bless, charm person</i>
3rd	<i>enthrall, suggestion</i>
5th	<i>beacon of hope, tongues</i>
7th	<i>compulsion, guardian of faith</i>
9th	<i>dominate person, modify memory</i>

BONUS PROFICIENCIES

At 1st level, you gain proficiency in the Deception, Performance, or Persuasion skill (your choice).

BLESSING OF THE BELIEVER

Also starting at 1st level, you can empower your allies in exchange for their faith. When an ally within 30 feet of you makes an attack roll, ability check, or saving throw, you can use your reaction to give them advantage on the roll. When you do, the ally must proclaim the name of your deity or receive no benefit.

You can use this feature a number of times equal to your Wisdom modifier (a minimum of once). You regain all expended uses when you finish a long rest.

CHANNEL DIVINITY: SACRED WORDS

Starting at 2nd level, you can use your Channel Divinity to alter the emotions of those around you.

As an action, you present your holy symbol, evoke the name of your deity and say a few words about them, choosing from one of the options below. Choose a number of creatures within 30 feet of you that can hear you, up to a number equal to your Wisdom modifier (a minimum of one) to be affected by your chosen words for 1 minute. An unwilling creature must make a Wisdom saving throw to resist this effect. If such a creature fails, it can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

They are mighty. Affected creatures are frightened of you for the duration.

They are merciful. Affected creatures are charmed by you for the duration.

They are fearless. Affected creatures can't be frightened or charmed for the duration.

DIVINE MISSIONARY

At 6th level, if you speak to a single humanoid or group of humanoids that are all within 60 feet, for at least 1 minute and talk about your deity, you can attempt to magically infuse them with faith. At the end of the conversation, the targets must succeed on a Wisdom saving throw against your cleric spell save DC or have the thought of your deity linger in their mind for 1 hour. Until then, you and allies you choose have advantage on all Charisma checks directed at those creatures. Once the effect ends, or if a creature succeeds on its saving throw against the effect, a target has no hint that you tried to magically influence it.

Once you use this feature, you can't use it again until you finish a short or long rest.

POTENT SPELLCASTING

Starting at 8th level, you add your Wisdom modifier to the damage you deal with any cleric cantrip.

HOLY EMISSARY

At 17th level, you become a divine representative of your god, inspiring your allies and terrifying your enemies. You can use your Sacred Words feature as a bonus action, rather than an action. Also, at the end of each of your turns while you are using the feature, you can cause all affected creatures that can see you to either take 10 psychic damage or gain 5 temporary hit points (your choice).



CIRCLE OF CRYSTALS

Druids of the Circle of Crystals have a deep connection to arcane crystals, which are magically infused crystals discovered in the early settlement of Prismatic Falls. To these druids, naturally occurring sources of such crystals are sacred, and they believe that they harbor the closest and deepest connection to the intrinsic magic of the world.

DIAMOND SKIN

Starting at 2nd level, your skin is covered by a sturdy layer of crystals. While you are not wearing any armor, your AC equals 12 + your Wisdom modifier. You can use a shield and still gain this benefit.

Also, you can use any of these crystals as a spellcasting focus for your druid spells.

CIRCLE SPELLS

At 2nd level, you have become one with crystals, such that they protrude out of your body. These crystals grant you access to some spells when you reach certain levels in this class, as shown in the table below.

Once you gain access to one of these spells, you always have it prepared, and it doesn't count against the number of spells you can prepare each day. If you gain access to a spell that doesn't appear on the druid spell list, the spell is nonetheless a druid spell for you.

DRUID LVL SPELLS

2nd	<i>guiding bolt, shield</i>
3rd	<i>blindness/deafness, spike growth</i>
5th	<i>counterspell, meld to stone</i>
7th	<i>stone shape, stoneskin</i>
9th	<i>hold monster, wall of stone</i>

CRYSTALLIZE

Also at 2nd level, you gain the ability to transform latent magic into arcane crystals. As a bonus action, you can expend a use of your Wild Shape to conjure a chunk of crystals within 30 feet of you, rather than transforming into a beast. These crystals last for 1 minute, or until you lose your concentration (as if you were concentrating on a spell), at which point the crystals shatter and turn into a fine dust.

The crystals have one of the following effects, which you choose when you conjure them.

Encasing Crystals. The crystals grow out of the body of a creature within range and restrict their movement. It must make a Strength saving throw or be restrained for the duration. At the end of each of its turns, the target can repeat the saving throw, destroying the crystals and ending the effect on a success.

Shielding Crystals. The crystals grow on the body or armor of a willing creature within range, which grants them resistance to bludgeoning, piercing, and slashing damage from nonmagical attacks that aren't adamantite for the duration.

Refracting Crystals. The crystals appear out of the ground within range as a medium sized magical object for the duration. Once per turn when you cast a spell with a range of 10 feet or more, you can cause the spell to refract through the crystals, provided they are within 30 feet of you and you can see them. If you do, the spell is cast through the crystal's space, and you can use the crystal's line of sight when casting the spell, potentially allowing you to target creatures behind corners or at an extended range. Also, you gain a 2d4 bonus to one roll of the spell, which must restore hit points or be a damage roll. If it is a damage roll for radiant damage, this bonus increases to 2d6.

CRYSTAL BEACON

At 6th level, you can use your action to detach one of your crystals, placing it within the ground to be used as a beacon. You can have a number of these beacons active at any time equal to your Wisdom modifier (a minimum of one). If you try to place more, the oldest one you placed shatters. You can always sense the direction to each of your individual beacons, so long as you are on the same plane as them.

In addition, the *channel senses** spell is always prepared for you and it doesn't count against the number of spells you can prepare each day. When you cast it, your beacons serve as sigils for the spell, and if you target one of your beacons, you can cast it without expending a spell slot. When you cast the spell this way, its range is unlimited.

*a new Crystalpunk spell, see page 109.

RESISTANT GEMS

Once you reach 10th level, you have advantage on saving throws against being paralyzed, petrified, poisoned or stunned. In addition, you have resistance to poison and radiant damage.

REFLECT ATTACK

Starting at 14th level, when you are hit with an attack by a creature you can see, you can use your reaction to reflect it back to your attacker. You take no damage from the attack, then, you make a melee or ranged spell attack against the original attacker, based on the original attack. On a hit, they take the damage you would have taken, along with any additional effects that would have been inflicted by the attack.

Alternatively, when you successfully interrupt a spell that would have targeted you with *counterspell*, you can change the target of the spell to the original caster instead of having the spell fail. If the spell had concentration, you must then concentrate on it.

Once you use either option, you can't use this feature again until you finish a short or long rest.

WEAPONFORGER ARCHETYPE

Fighters of the Weaponforger Archetype are specially trained in modifying weapons to unlock their full potential. Their attacks are furious, yet calculated, and are enhanced with a variety of powerful arcane bursts. Often soldiers on the front line, these versatile warriors keep an arsenal of different weapons, ready for anything they might face.

HOT SWAP

Starting at 3rd level, you are adept at quickly switching between weapons, even in the heat of battle. You can draw and stow any amount of weapons on your turn, even when you would normally be able to draw and stow one.

Additionally, you gain proficiency in tinker's tools or runetech tools (your choice).

MARTIAL MODIFICATION

When you choose this archetype at 3rd level, you learn to infuse your weapons with arcane modifications that make them more powerful and alter how they function.

Learning Weapon Mods. You learn five weapon mods of your choice, which are detailed on the next page.

You learn one additional weapon modification of your choice at 7th, 10th, and 15th level. Each time you learn a new modification, you can also replace one modification you know with a different one.

Applying Weapon Mods. When you finish a long rest, you can choose three weapons and install one of your known weapon mods to each. You must install a different modification into each weapon, and you can't install a mod into a weapon that already has a weapon mod installed. Once a weapon is modded this way, only you are considered proficient in it.

You can choose one additional weapon to install a weapon mod into at the end of a long rest once you reach 7th level, for a total of four, and one more at 15th level, for a total of five. These must abide by the above prerequisites.

Charges. Each of your modified weapons has three charges, and each regains all of their expended charges when you finish a long rest. When you make a weapon attack with one of your modified weapons,

you can activate that mod by expending one of the weapon's charges, applying all of the following effects for that attack only. You must choose to do so before you make the attack roll.

- The weapon attack deals an extra 2d8 damage on a hit.
- The damage type of the weapon changes to the damage type indicated in the weapon mod's description.
- And an additional effect, which is specified in the weapon mod's description.

Saving Throws. Some of your weapon mods require a target to make a saving throw to resist the mod's effects. The saving throw DC is calculated as follows:

Weapon Mod save DC = 8 + your proficiency bonus + your Intelligence modifier

ARCANE ARTISAN

At 7th level, you learn the *identify* spell and can cast it without expending a spell slot a number of times equal to your Intelligence modifier (a minimum of once). Intelligence is your spellcasting ability for this spell, and you regain all expended uses when you finish a long rest.

Additionally, you ignore all class, race, and spell requirements on attuning to or using a magic item, provided that the magic item is a weapon or a wand.

LINGERING MAGIC

Starting at 10th level, when you make an attack and expend a charge on one of your modded weapons, some of its magic lingers. The next time you make an attack with a different modded weapon on the same turn and expend one of its charges, you have advantage on the attack roll.

BACKUP AMMO

At 18th level, while you are holding one of your modded weapons, you can use your bonus action to reload it. It regains one of its expended charges.

You can use this feature three times. You regain all expended uses of it when you finish a long rest.



WEAPON MODS

Weapon mods come in a variety of shapes and sizes, but at their core, they are magitech augments that attach to weapons. A weapon mod might involve canisters of mana, crystal shards, mystical runes, or elements made of pure magic. The mods are presented in alphabetical order.

Boost. The weapon projects an echoing burst, dealing thunder damage. Immediately before or after making the attack, your weapon emits a jet that propels you up to 15 feet in a direction of your choosing. This movement does not provoke opportunity attacks.

Bounce. The weapon unleashes a propelling blast, dealing force damage. On a hit, a target must make a Strength saving throw or be pushed up to 15 feet in a direction of your choosing, except upwards or towards you. The target automatically succeeds on the save if it is more than one size larger than you.

Burn. The weapon ignites, dealing fire damage. On a hit, choose a different creature within 10 feet of the original target. It takes fire damage equal to 1d4 + your Intelligence modifier.

Chill. The weapon chills your target, dealing cold damage. On a hit, a target must make a Constitution saving throw or have their speed reduced to 0 until the end of their next turn.

Cloak. The weapon is coated in darkness, dealing necrotic damage. Immediately after making the attack, you become invisible until the end of your next turn. The invisibility ends early if you make an attack or cast a spell.

Confuse. The weapon is imbued with bizarre energy, dealing psychic damage. On a hit, a target must make a Wisdom saving throw or use all of their movement to move in a random direction at the start of their next turn. Roll a d8 and assign a direction to each dice face.

Heal. The weapon is infused with holy energy, dealing radiant damage. Hit or miss, one creature of your choice, other than you, regains a number of hit points equal to 1d4 + your Intelligence modifier. The creature must be within 5 feet of you or within 5 feet of the target of the attack.

Horrify. The weapon emits a terrifying screech, dealing psychic damage. On a hit, a target must make a Wisdom saving throw or be frightened of you until the end of your next turn.

Infect. The weapon infects the target with venom, dealing poison damage. On a hit, a target must make a Constitution saving throw or be poisoned until the end of their next turn.

Manifest. The weapon manifests a mystical power, dealing force damage. Hit or miss, you choose an empty space within 30 feet of you to create a wall of pure magic that lasts for the next minute. The wall is a 5 foot by 10 foot panel that is 6 inches thick, and you can place it in any orientation—meaning it can act as a platform. The wall can float in mid air, ignoring gravity, and it can hold up to 8,000 pounds of weight. Lastly, the wall has an AC and a number of hit points equal to your Intelligence Score.

Melt. The weapon melts the target's armor, dealing acid damage. On a hit, the target's AC is reduced by an amount equal to your Intelligence modifier (a minimum of 1 AC reduced) until the start of your next turn.

Neutralize. The weapon strikes with an electrifying aftershock, dealing lightning damage. On a hit, a target must make a Constitution saving throw or be unable to cast spells or use magic items until the end of their next turn.

Project (Melee Only). The weapon is charged with glowing energy, emitting powerful rays that deal radiant damage. Your reach for the attack increases to 60 feet. Additionally, any other melee attacks you make with the weapon on this turn also deal radiant damage and benefit from the range increase.

Pull (Melee Only). The weapon is coated with magnetic energy, dealing lightning damage. Immediately before making the attack, you can choose one target within 30 feet of you that is no more than one size larger than you. It must make a Strength saving throw or be pulled towards you until it is within 5 feet of you.

Safeguard. The weapon pulses with protective energy, dealing radiant damage. Hit or miss, you gain temporary hit points equal to 1d4 + your Intelligence modifier.

Scope (Ranged Only). The weapon morphs and sparks, dealing lightning damage. Your range for the attack is doubled, you ignore half and three-quarters cover for the attack, you don't suffer disadvantage on the attack roll as a result of being prone.

Seek (Ranged Only). The weapon locks onto your target and curves to seek them, firing bolts that deal force damage. If you have seen your target within the last minute, you can attack them even if you can't see them, and you don't suffer disadvantage on the attack roll if the target is invisible. Your attack travels freely around corners or through openings to reach your target. You also ignore half cover and three-quarters cover for this attack.

WAY OF THE STREETS

Monks of the Way of the Streets learn their techniques not through traditional monastic training, rather, they learn to defend themselves on the streets, taught by those they fight and others who must similarly fight to survive. They use these techniques not only in street brawls, but also in underground fighting tournaments, where monks of this way have made a name for themselves as powerful warriors capable of unleashing devastating combos.

STREET SMARTS

At 3rd level, you gain proficiency in the Intimidation, Streetwise*, or Performance skill (your choice).

**a skill replacement, see the Skills rule on page 206.*

COMBOS

Starting at 3rd level, you unleash powerful combos against your opponents. Once per turn, when you hit a creature with an unarmed strike, you can spend 1 ki point to launch into a combo against that creature.

When you begin your combo, you deal 1d4 bludgeoning damage to the target. If you roll a 3 or lower on this damage die, you repeat this bludgeoning damage with a d6 instead. If you roll a 3 or lower again, the effect repeats, increasing to a d8, then a d10, and finally a d12. You gain no benefit if you roll a 3 or lower on the final d12. Your combo receives no additional benefit from a triggering attack that resulted in a critical hit.

When your combo ends, you can force the target to make a Strength saving throw. On a failure, it is pushed back 5 feet away from you for each damage die you rolled as a part of the combo. If the target is against a wall or other solid structure when they fail this saving throw, they take bludgeoning damage equal to one roll of your Martial Arts die instead of moving.

Starting at 11th level, the damage threshold for continuing your combo increases to 4.

SIGNATURE ART

At 6th level, you learn a special fighting technique that only you can utilize. Choose one of the following options for your signature art.

Dragon Punch. You finish your combos with a powerful uppercut. When a creature fails the Strength saving throw made at the end of one of your combos, they are also knocked prone.

Surging Fist. You can unleash surges of energy from your fists. You can spend 2 ki points to cast the *Guiding Bolt* spell as a bonus action, using Wisdom as your spellcasting ability.

Wave Dash. You move with incredible speed. Whenever you use your Step of the Wind, you gain the benefit of both the Dash and Disengage actions instead of only one of them, and you have advantage on the next attack roll you make on that turn.

KI-FUELED COMBOS

Once you reach 6th level, the damage dealt by your combos counts as magical for the purpose of overcoming resistance and immunity to nonmagical attacks and damage.

Also, you can spend 3 ki points instead of 1 when you enter a combo. If you do, you roll two dice at each stage of your combo, dealing the total as the damage for that stage. If either die is below the damage threshold, the combo continues.

COMBO BREAKER

Starting at 11th level, when you are hit with a melee attack, you can use your reaction to deflect it by spending 1 ki point. When you do, the damage you take from the attack is reduced by 1d10 + your Dexterity modifier + your monk level.

If you reduce the damage to 0, you can make a single unarmed strike against the creature that attacked you as a part of the same reaction, provided they are within range.

ULTRA TECHNIQUE

At 17th level, you can unleash your ultimate technique at the end of a perfect combo. After you roll a d12 as a part of one of your combos, you can spend 1 ki point to unleash a powerful finishing move against the target. If you do and the target fails the Strength saving throw made at the end of the combo, the target is paralyzed for 1 minute. A paralyzed target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

Once you use this feature, you can't use it again within the next minute.

OATH OF REBELLION



The Oath of Rebellion is a powerful commitment to strike back against oppressors. At times where corrupt leaders and powerful organizations abuse their powers and restrict the freedoms of their patrons, these paladins arise to fight for and inspire those who cannot fight for themselves. They seek great change, even at the cost of using underhanded tactics, and understand they cannot make change alone, aiming to instead be the icon for others to follow.

TENETS OF REBELLION

The tenets of the Oath of Rebellion drive a paladin to fight for those oppressed by authority.

Fight Against Oppression. Never turn your back on those suffering injustice or cruelty. Fight for their freedom and the freedom of all.

Fight for Equality. Demand and fight for the fair treatment of all. Never turn your back to those treated with disrespect or unfair judgment.

Lead the Rebellion. Be the spark that ignites the rebellion. Lead the charge with your companions to make great changes in this world and stand with them no matter the cost.

OATH SPELLS

You gain oath spells at the paladin levels listed.

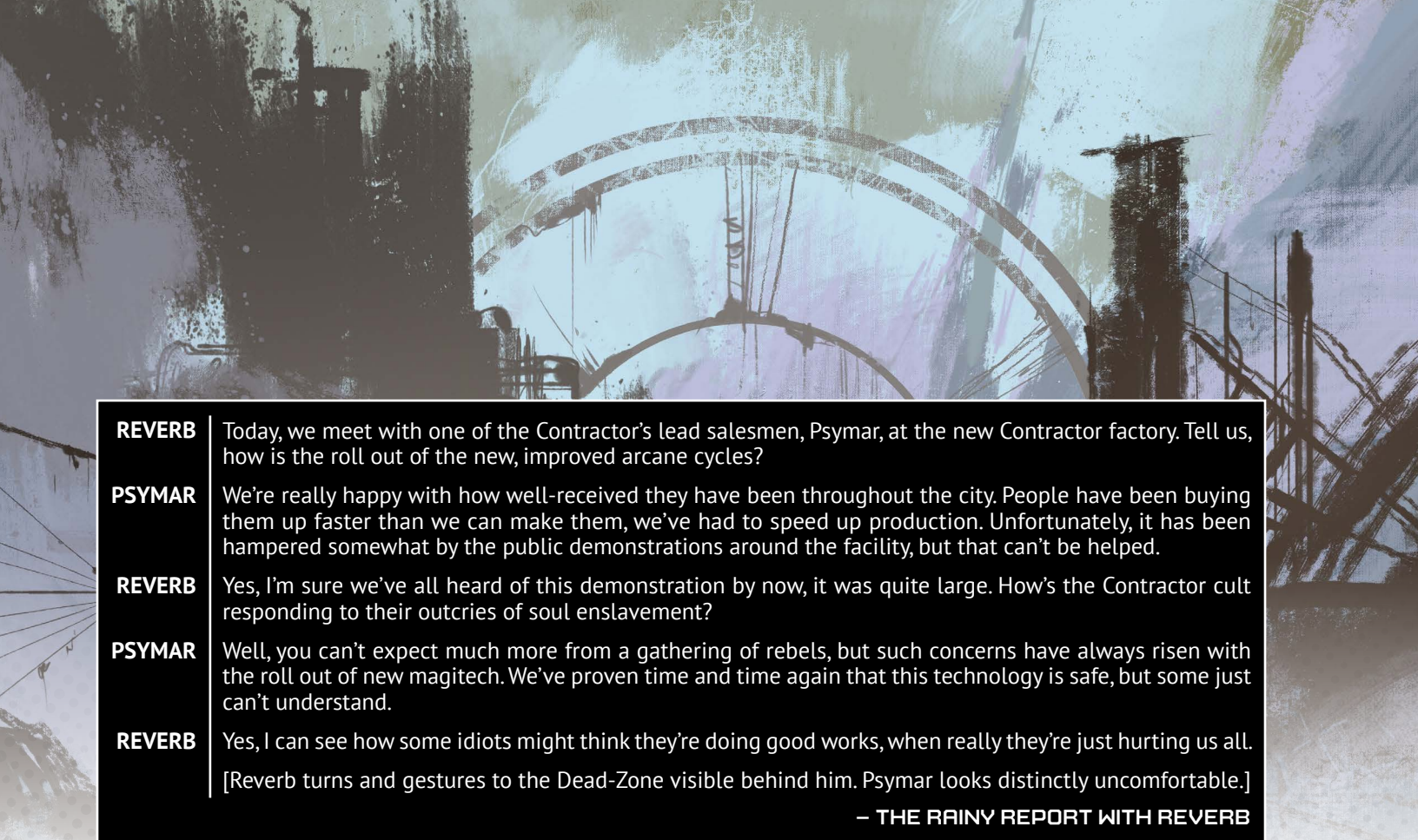
PALADIN LVL	SPELLS
3rd	<i>hellish rebuke, shield of faith</i>
5th	<i>blur, invisibility</i>
9th	<i>beacon of hope, counterspell</i>
13th	<i>banishment, freedom of movement</i>
17th	<i>mislead, mass cure wounds</i>

CHANNEL DIVINITY

At 3rd level, you gain the following two Channel Divinity options.

Break the Shackles. You can use your Channel Divinity to cleanse debilitating affects. As an action, you present your holy symbol and choose one creature within 30 feet of you. It regains hit points equal to 1d6 + your paladin level, and one condition of your choice afflicting it ends. The condition can be blinded, charmed, deafened, frightened, paralyzed, poisoned, restrained, or stunned. You can use this action even while you are incapacitated, so long as you have at least 1 hit point.

Stand your Ground. You can use your Channel Divinity to empower your resolve. As a bonus action, you grant yourself a +5 bonus to Charisma (Intimidation) checks for the next 10 minutes.



REVERB Today, we meet with one of the Contractor's lead salesmen, Psymar, at the new Contractor factory. Tell us, how is the roll out of the new, improved arcane cycles?

PSYMAR We're really happy with how well-received they have been throughout the city. People have been buying them up faster than we can make them, we've had to speed up production. Unfortunately, it has been hampered somewhat by the public demonstrations around the facility, but that can't be helped.

REVERB Yes, I'm sure we've all heard of this demonstration by now, it was quite large. How's the Contractor cult responding to their outcries of soul enslavement?

PSYMAR Well, you can't expect much more from a gathering of rebels, but such concerns have always risen with the roll out of new magitech. We've proven time and time again that this technology is safe, but some just can't understand.

REVERB Yes, I can see how some idiots might think they're doing good works, when really they're just hurting us all.

[Reverb turns and gestures to the Dead-Zone visible behind him. Psymar looks distinctly uncomfortable.]

– THE RAINY REPORT WITH REVERB

AURA OF EQUALITY

Starting at 7th level, you emanate an equalizing aura while you are not incapacitated, which extends 10 feet from you in every direction.

When a beneficial spell of 5th-level or lower that targets a single creature and that has a duration longer than instantaneous, such as *shield of faith* or *invisibility*, is cast within 60 feet of you, you can use your reaction to capture some of spell's magic. You then begin to release it through your aura. All creatures inside the aura share the benefits of the spell for its duration or until you lose concentration (as if you were concentrating on a spell). If a creature leaves the aura, they lose the benefits until they return. You do not need to use your reaction to capture a spell's magic this way if you were the one to cast it.

You can only have one spell active through this aura at a time. If you capture the magic of another spell, your aura immediately stops emitting the benefits of the previous spell. If you capture the magic of a spell that marks a particular creature, such as *hunter's mark*, all creatures inside the aura also gain the benefits provided by the spell against the original caster, as if they were the target of the spell, in addition to the original target. Lastly, you cannot capture the magic of 'aura' spells with this feature.

Once you reach 18th level, you can extend the range of this aura. You can switch between a smaller (10 feet) or a larger (30 feet) aura as a bonus action on your turn.

ICON OF PERSISTENCE

At 15th level, you can grant your allies courage and strike with them. When a creature within 10 feet of you misses an attack roll, you can use your reaction to grant them a bonus to the roll equal to your Charisma modifier (minimum of +1), potentially changing the outcome. If this causes the attack to hit, you can make one weapon attack against the creature your ally attacked as a part of the same reaction, provided they are within range.

You can use this feature a number of times equal to your Charisma modifier (a minimum of once). You regain all expended uses when you finish a long rest.

AVATAR OF INSURGENCE

At 20th level, you can harness the force of all those who rebel with you. As an action, you gain the following benefits for 1 minute:

- You have resistance to all damage.
- While you have at least 1 hit point, you are immune to all non-beneficial conditions.
- You and all friendly creatures within 30 feet have their speed increased by 10 feet and gain a bonus to attack rolls equal to the number of allies within that area (a maximum bonus of +5).

Once you use this feature, you can't use it again until you finish a long rest.

INFERNAL RIDER

ARCHETYPE

Infernal Rider Rangers roam both the streets inside Prismatic Falls and the wastes outside of it, using high-powered arcane cycles to get around in both speed and style. They often roam in small groups, using specially made vehicles that allow them to fight while riding. The screams of fiends are a sign that an ambush from one of these gangs is imminent.

READY TO RIDE

Starting at 3rd level, you learn the *mending* cantrip and gain proficiency in all vehicles. Also, you learn an additional spell when you reach certain levels in this class, as shown in the table below. A spell learned this way counts as a ranger spell for you, but it doesn't count against the number of ranger spells you know.

RANGER LVL	SPELLS
3rd	<i>expeditious retreat</i>
5th	<i>blur</i>
9th	<i>haste</i>
13th	<i>freedom of movement</i>
17th	<i>passwall</i>

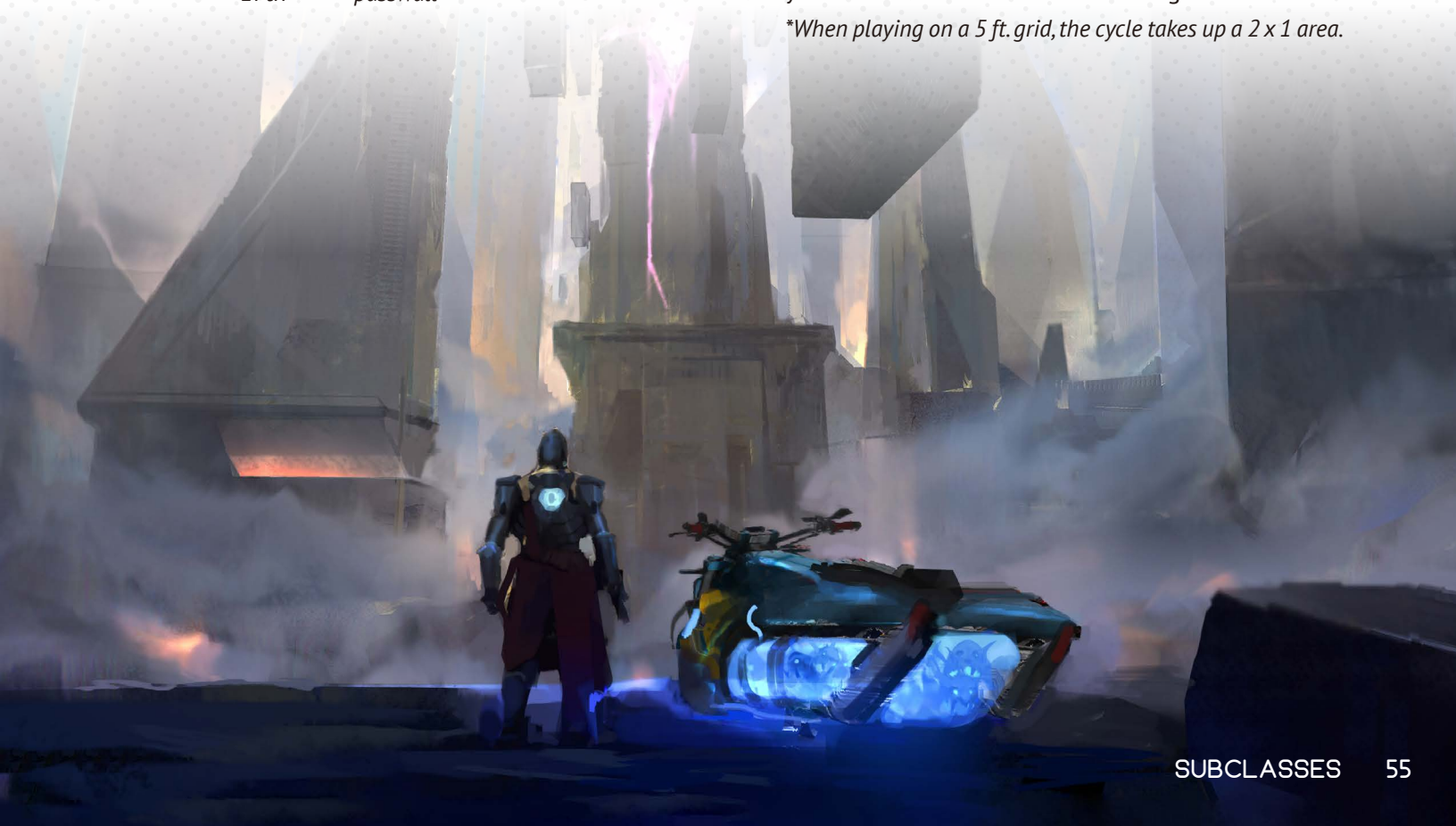
COMBAT CYCLE

At 3rd level, you gain access to a special arcane cycle, which is a motorbike-like mechanical vehicle that you can utilize in and out of combat. It is powered by your choice of two tiny fiends, such as Imps or Quasits. The vehicle can magically compress into a small rod, which you can carry on your person. As a bonus action on your turn, you can touch the rod to have it expand into the cycle under you, provided there is enough space to do so. You can also use your bonus action to turn the cycle back into the rod if you are riding it.

The cycle is a Large* magical vehicle with an AC equal to your Wisdom Score and a number of hit points equal to four times your ranger level. It is immune to poison and psychic damage, as well as all conditions. If it is forced to make an ability check or saving throw, treat all of its ability scores as equal to your Wisdom score. It compresses back into a small rod when it is reduced to 0 hit points and can't turn back into its cycle form until it regains at least 1 hit point. When the *mending* spell is cast on it in either form, it regains 2d6 hit points.

Only you can ride the cycle. While riding it, your movement each turn is 60 feet, but when you move, you cannot rotate more than 90 degrees each turn.

**When playing on a 5 ft. grid, the cycle takes up a 2 x 1 area.*



At the start of each of your turns, you can choose a different direction for the bike, turning it on the spot before you begin moving. Any increase to your speed applies to the cycle while you ride it, including if you take the Dash action. Creatures have disadvantage on opportunity attacks against you and your cycle while you ride it. While you ride your cycle, you can force any attack targeted at you to target it, or vice versa.

If you move the cycle for at least three turns in a single direction, it can move at its max speed of 700 feet and acts as a regular vehicle, using the Arcane Cycle stat block (see the Vehicles section on page 209). Even though your cycle acts as a regular vehicle in this case, you cannot fit it with vehicle upgrades.

MOMENTUM STRIKE

At 3rd level, if you move at least 20 feet in a straight line then hit a melee weapon attack, it deals an extra 1d4 damage to the target.

The extra damage increases to 1d6 when you reach 11th level in this class.

FIENDISH POWER

Starting at 7th level, while you are riding your cycle, you can use your bonus action to draw an infernal power from the fiends inside, choosing one of the benefits below:

Flame Trail. The next time your cycle moves on that turn, it leaves behind a 1-foot wide, 5-foot high trail of fire until it stops moving. The trail disappears after 1 minute. Creatures can see, move, and make ranged attacks through the trail, but whenever a creature

passes through it or ends its turn within the trail, it must make a Dexterity saving throw. It takes fire damage equal to 2d8 + your Wisdom modifier on a failed save, or half as much on a successful one.

Infernal Flight. Your cycle has a flying speed of 30 feet for the next minute, and it has the ability to hover for the duration.

You can use either of these features a number of times equal to your proficiency bonus, and you regain all expended uses when you finish a long rest.

RAMMING STRIKE

At 11th level, you augment your cycle to allow you to ram your enemies. When you deal the extra damage of your Momentum Strike while riding your combat cycle, you can have the target make a Strength saving throw against your spell save DC if they are no larger than Huge. On a failed save, they are carried along with your cycle until it stops moving. If you hit a solid surface, both the cycle and the target stop moving early, and the target is knocked prone.

EVASIVE MANEUVERS

Starting at 15 level, you can nimbly maneuver your cycle in combat. When you move on your cycle, there is no limit to how much you can rotate each turn.

Additionally, when the cycle is subjected to an effect that allows it to make a Dexterity saving throw to take only half damage, it instead takes no damage if it succeeds on the saving throw, and only half damage if it fails. You also gain this benefit while you are riding the cycle.

REVERB

ALTIR

REVERB

ALTIR

You've just returned from the Frontier, is it as deranged as everyone says?

Haw, well. In some ways, yes. The Frontier doesn't have police or governance as such. So in that way it is far more disorganized than anything here. At the same time... not at all. Your reputation, the history of your actions means everything over there.

What do you mean, exactly?

Hmm... say you enter a duel, a standoff between two marksmen. And that you're betting five hundred gems, and they're betting a lucky arcane pistol you've always wanted. Yes? Well, you lose that duel, but refuse to pay the rocks. Suddenly, you're not welcome in that town no more, you're forced to ride out into the desert on your arcane cycle. But it isn't only that, soon your cycle won't work, your pistol will start misfiring, and some phantom gunslinger will stalk your steps. Breaking the duel is an extreme example, but all sorts of nasty things will hurt you if you don't keep your word in the desert.

– THE RAINY REPORT WITH REVERB



QUICKDRAW ARCHETYPE

Rogues of this archetype are master gunslingers and smooth-talking outlaws who always shoot first. They react with incredible speed, relying on their instincts and skills to shoot down any threat before it can even make a move.

SMOOTH TALKER

At 3rd level, you are an adept at getting what you want through conversation. If you fail a Charisma (Persuasion) or Charisma (Intimidation) check, you can roll an additional d20 and use the result, potentially changing the outcome. You must use the new roll.

You can use this feature a number of times equal to your proficiency bonus, and you regain all expended uses when you finish a long rest.

OPENING SHOT

Starting at 3rd level, directly after you roll Initiative while not surprised, you can use your reaction to make a single weapon attack with advantage against a creature you can see. When you do, you also choose from one of the following additional effects for your opening shot:

Deadeye. If the attack hits, it deals extra damage equal to a roll of half the number of Sneak Attack dice for your level (rounded down). Also, if it is a ranged attack, its range and the range of any other ranged attack you make as a part of the reaction are doubled.

Roll. Before or after making the attack roll, you move up to your speed without provoking opportunity attacks. Additionally, you gain temporary hit points equal to a roll of half the number of Sneak Attack dice for your level (rounded down), which last for the next minute.

Trip. If the attack hits, the target must make a Strength saving throw (DC = 8 + your Dexterity modifier + your proficiency bonus), or you knock them prone and can cause them to drop one object of your choice that they are holding.

If you use your reaction to make an opening shot, you can't use your action on your first turn in combat.

You can draw up to two one-handed weapons as a part of the reaction, and if you can engage in two weapon fighting, you can make the additional attack as a part of the reaction, but none of the above effects apply to the second attack, except for Deadeye's range increase.

SHOWDOWN

At 9th level, you can invoke a sacred duel. As an action, you make a Charisma (Intimidation) check contested by a creature's Wisdom (Insight) check. The creature must be within 30 feet of you, must be able to hear you, and it must share at least one language with you.

If you succeed on the check, both you and the creature are bound by the duel for the next minute. While in the duel, both you and the target cannot attack or cast harmful spells on any other creature. During the duel, you can use your Sneak Attack against the target even if you don't have advantage on the attack roll, but not if you have disadvantage on it. Also, creatures not in the duel have disadvantage on attack rolls against both you and the target.

The duel ends early if either you or the target is incapacitated or when you and the target are more than 120 feet apart. It also ends if a creature friendly to you damages the target or casts a harmful spell on it, or if you end it as a bonus action on your turn.

You can take this action even on your first turn after using your opening shot, when you could not normally take an action.

CUNNING OUTLAW

Starting at 13th level, you can't be surprised while you are conscious. Additionally, you have advantage on Wisdom (Insight) checks to determine whether someone is lying to you.

VIGILANT SHOT

Starting at 17th level, you are even quicker on the draw. When you use your opening shot, you can choose two effects instead of one.

NIGHTMARE

ORIGIN

In a nightmare, a dark force buried itself within you, manifesting the fears of those around you within your body and awakening your sorcerous powers. Your mind and flesh took the form of these collective nightmares, allowing you to manipulate their power into spells. Now, as the nightmare personified, you are able to call upon the powers of the void.

INCARNATION OF FEAR

At 1st level, you morph into an incarnation of fear. Whenever you finish a short or long rest, roll on the table below to determine your incarnation, which lasts until you finish your next short or long rest.

Each incarnation lists two spells, one available to you at 1st level and another available to you once you reach 3rd level. While an incarnation is active, you know the listed spells, and each counts as a sorcerer spell for you, but they don't count against the number of sorcerer spells you know.

d6 INCARNATION	— SPELLS —	
	AT 1ST LEVEL	AT 3RD LEVEL
1 Arachnid	<i>false life</i>	<i>web</i>
2 Disease	<i>inflict wounds</i>	<i>ray of enfeeblement</i>
3 Gloom	<i>fog cloud</i>	<i>darkness</i>
4 Serpent	<i>poison spray</i>	<i>protection from poison</i>
5 Judgment	<i>vicious mockery</i>	<i>hold person</i>
6 Thunder	<i>thunderwave</i>	<i>shatter</i>

Additionally, you gain an effect based on your current Incarnation while it is active, as detailed below.

Arachnid. You can move up, down, and across vertical surfaces and upside down along ceilings while leaving your hands free.

Disease. When a creature hits you with a melee attack, you can use your reaction to deal necrotic damage to them equal to your proficiency bonus.

Gloom. You can see normally in darkness, both magical and nonmagical, to a distance of 60 feet.

Serpent. Your walking speed increases by 10 feet. Also, you gain a swimming speed of 30 feet.

Judgment. You have advantage on Charisma (Intimidation) checks against creatures that can see or hear you.

Thunder. Once per turn when you deal damage to a creature, you can move them up to 5 feet in any direction of your choice, except upwards.

When you reach 3rd level, you can spend 1 sorcery point as a bonus action to switch your current incarnation to another one of your choice.

VARIANT INCARNATIONS

If you want your nightmare sorcerer to feel a bit more specialized, you can use this variant. Instead of rolling random incarnations, choose one of the available options when you choose this origin, which becomes active for you. After you finish a long rest, you can choose a different incarnation to switch to. Your incarnation can't change otherwise.

Once you gain the Anomalous Form feature, you can choose another incarnation to become active for you, which you can also switch it after a long rest.

VOID RIFT

Starting at 6th level, you can tear a rift in reality, summoning an aberrant creature from the void to fight alongside you. As a bonus action, you can spend 3 sorcery points to summon a Void Lurker in an unoccupied space of your choice within 30 feet of you.

The lurker is friendly to you and your companions and obeys your commands. Its statistics are detailed on the next page, which uses your proficiency bonus (PB) in several places. You determine the lurker's appearance, which is often a vile monster reminiscent of common phobias and fears.

In combat, the lurker shares your initiative count, but it takes its turn immediately after yours. The only action it takes on its turn is the Dodge action, unless you take a bonus action on your turn to command it to take another action. That action can be one in its stat block or some other action. On the turn you summon the lurker, you can command it as a part of the bonus action used to summon it. If you are incapacitated, the lurker can take any action of its choice, not just Dodge.

The lurker disappears and returns to its home plane after 1 hour or after it is reduced to 0 hit points. It also returns if you use this feature to summon a lurker again, or if you die.



VOID LURKER

Medium aberration

(PB = Your Proficiency Bonus)

AC 14	(Natural Armor)	STR	DEX	CON	INT	WIS	CHA
HP 5 + 5 x Sorcerer Level		+2	+1	+2	-3	+1	+1
SP 30ft		15	12	14	5	12	12

Skills. Intimidation + 1 plus PB x 2

Senses. Passive Perception 11

Languages. Understands those that you speak

Terror Form. The lurker shares the effects of your current incarnations. It gains no benefit from the extra spells.

ACTIONS (Requires your Bonus Action)

Void Slash (Melee, 5ft). **Your spell attack modifier** to hit. | 1d8 + PB necrotic.

Terrify. The lurker attempts to scare a creature within 60 feet of it that you can see. The target must make a Wisdom saving throw against your spell save DC or be frightened until the end of its next turn. On a successful saving throw, it is immune to this effect for the next 24 hours.

ANOMALOUS FORM

At 14th level, your form is corrupted further by the void. When you roll for or choose your incarnation, you gain two instead of one (re-rolling duplicates). They both remain active until you finish your next short or long rest.

Additionally, you can breathe in air and water, as well as communicate telepathically to any creature you can see within 30 feet of you, so long as they share a language with you.

DREADFUL COLLAPSE

At 18th level, you can cause a burst of shadowy energy to erupt from you as a bonus action on your turn. Creatures of your choice within 30 feet of you must make a Wisdom saving throw. On a failed save, a target is teleported to another space of your choice within 30 feet of you and is frightened of you for the next minute. A frightened target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

Once you use this feature, you can't do so again until you finish a long rest, unless you spend 5 sorcery points to use it again.

THE LOST SOUL

PATRON

You have made a pact with a soul lost in the Ethereal Plane, a wanderer of the place between life and death. Trapped within an endless ethereal expanse, the lost soul may have motivations to correct whatever mistakes they made in life, and otherwise watches over you with curiosity. Using its powers, you become a master of its domain. Many warlocks of this pact are part of the mysterious Wanderer Cult—learn more about that on page 145.

EXPANDED SPELL LIST

The Lost Soul lets you choose from an expanded list of spells when you learn a warlock spell. The following spells are added to the warlock spell list for you.

SPELL LVL SPELLS

1st	<i>heroism, soul rend*</i>
2nd	<i>see invisibility, spectral barrage*</i>
3rd	<i>soul bind*, spirit guardians</i>
4th	<i>greater invisibility, phantasmal killer</i>
5th	<i>mislead, telekinesis</i>

*a new Crystalpunk spell, see page 106.

EERIE RESOLVE

Starting at 1st level, you have advantage on saving throws against being frightened.

OTHERWORLDLY KNOWLEDGE

At 1st level, lost souls grant you mystical knowledge through whispers. Whenever you finish a long rest, you can gain proficiency in any two skills of your choice. If you are already proficient in either of the skills you choose, your proficiency bonus is instead doubled for any check you make with that skill.

You lose all of the benefits of this feature when you use it to gain skill proficiencies again.

ETHEREAL SCOUT

At 6th level, you learn the *ethereal jaunt** spell if you don't know it already. It counts as a warlock spell for you, but it doesn't count against the number of warlock spells you know. You can cast the spell once without expending a spell slot, and you regain the ability to do so after you finish a long rest.

*a new Crystalpunk spell, see page 109.

Additionally, you gain the following benefits while under the effects of the spell:

- For the duration of the spell, you can use your bonus action to return to your mortal body or project back into your ethereal body if you've already returned.
- While in your ethereal body, you can place a spectral mark on the soul of a creature you can see. Creatures with such a mark on their soul have disadvantage on Initiative rolls. You can have a maximum number of marks active at any time equal to your Charisma modifier (a minimum of 1). If you place more, the earliest one you placed disappears.
- While in your ethereal body, your material body isn't paralyzed, and you are semi-conscious of its surroundings.
- When you try to pierce the veil in Soulspace (see page 172), you automatically succeed on the ability check required to do so.

SPECTRAL HAUNTING

Once you reach 10th level, you can affect creatures across planes. While you are in the ethereal body granted by the *ethereal jaunt* spell, you can target the souls of creatures you can see with your warlock spells, as if you were targeting that creature in the Material Plane. Spells you cast this way can't deal damage.

Also, you can cast one spell of 3rd-level or lower while in your ethereal body without expending a spell slot, provided you target a single soul you can see. Once you do, you can't do so again until you finish a long rest.

POSSESSION

Starting at 14th level, you gain the ability to possess humanoids. You can cast the *dominate person* spell once without expending a spell slot. When you cast it, you must be in the ethereal body granted by the *ethereal jaunt* spell, and you must remain in that body for the duration of the spell. When you cast the *dominate person* spell this way, it lasts up to 1 hour.

Once you use this feature, you can't use it again until you finish a long rest.



THE ARCANES TRADITION OF

INFILTRATION MAGIC

You use your magic as a tool for tactical operations, experimenting and exploring the possibilities of how you can infiltrate the most well-guarded locations. Followers of this tradition learn how to manipulate and disable arcane devices in their path and are cunning with their spell usage.

INFILTRATOR

At 2nd level, you learn to compliment your spells with more practical infiltration tactics. You gain proficiency in the Stealth skill and in thieves' tools if you don't already have those proficiencies.

DISRUPT MAGIC

At 2nd level, you learn to pull at raw arcane energy, disrupting it for short periods of time. As an action, you can choose one object within 15 feet of you. If it is a magical item or a magically imbued object, its magical properties cease to function for 10 minutes. If any spells are affecting the item, such as the *arcane lock* spell, they also cease to function if they are of 5th-level or lower for 10 minutes. If the object is particularly powerful, complex, or large, your GM might determine that its magic is instead dampened, or that only a portion of its magical properties are affected. Some highly potent arcane objects might resist this feature entirely. If your GM determines that is the case, you instead learn the object's magical properties, as if you cast the *identify* spell on it.

Instead of choosing an object, you can choose one creature you can see within 15 feet of you. Until the end of your next turn, any spells of 5th-level or lower affecting them have their effects nullified, they can't cast spells, and they can't use devices that require the use of their magic, such as magic items or arcane firearms. Also, if they are concentrating on a spell, they immediately lose concentration on it.

If you target an object held or worn by a hostile creature or if you target an unwilling creature with this feature, that creature must succeed on a Dexterity saving throw against your wizard spell save DC to avoid the feature's effects.

You can use this feature a number of times equal to your proficiency bonus, and you regain all expended uses when you finish a long rest.

DEVIOUS ARSENAL

Beginning at 6th level, you develop an arsenal of spells suited specifically for infiltration. The following spells are added to your spellbook if they haven't been added to it already. Each counts as a wizard spell for you.

SPELL LVL SPELLS

2nd	<i>find traps, knock, mute*, pass without trace</i>
3rd	<i>dispel magic, gaseous form, nondetection</i>
4th	<i>arcane eye, dimension door, secret chest</i>
5th	<i>modify memory, passwall, seeming</i>

*a new Crystalpunk spell, see page 111.

Whenever you prepare your list of spells at the end of a long rest, you can prepare an additional number of spells equal to your Intelligence modifier (a minimum of 1 extra spell). Each of these additional prepared spells must be from the above table.

Additionally, whenever you cast one of the spells listed in the above table using a spell slot, you regain one expended spell slot. The slot you regain must be of a level lower than the spell you cast.

ARCANES TRANSLOCATION

Starting at 10th level, you can place a magical sigil on the ground below you whenever you cast a spell of 3rd-level or higher, which is invisible to all creatures except you. While you are within 120 feet of a sigil, you can teleport to it as a bonus action on your turn. The sigil then disappears. It also disappears if you place a new one with this feature.

TACTICAL CAMOUFLAGE

Starting at 14th level, you learn to draw at the latent magic of your spells to camouflage yourself. After you cast a spell of 1st-level or higher, you can choose to become invisible until the end of the turn.



EVOLUTIONIST

Every living creature brought into this world is a seed, bursting with potential, yet somehow only the truly ambitious are willing to destroy themselves in order to grow into a tree.

— Prime, a hired gun

A dwarf stares into a mirror, carefully slotting a glowing crystalline object into the cavity where his eye once was. A sudden click echoes throughout his workshop as the device springs to life. He blinks and gazes around the room, testing his new optical equipment. After a short moment, he places his tools back on the desk in front of him, next to his knife and his recently severed eyeball.

A half-elven woman covered from head to toe in black robes is confronted by a group of thugs in an alleyway. As they make their demands, she stares at the ground, refusing to make eye contact with them. One of the thugs draws a knife, but before he can take a single step he is abruptly lifted high into the air. The others look on in horror as monstrous tentacles lash out from the woman, grasping him by the throat.

Sweat drips from a halfling's chin as he kneels within a circle of blood, nightmarish monsters closing in on all sides. His breath quickens as he unsteadily lifts a blade to his shoulder. With one swift motion, he closes his eyes and tears through his upper arm, cleaving it straight from his body. The halfling's screams echo throughout the cold stone chamber as bones and flesh rapidly erupt from his shoulder, forming a horrendous new limb. In an instant, the pain on his face gives way to a maniacal grin as he stands up, letting loose with his new modification.

WHAT IS AN EVOLUTIONIST?

Evolutionists are ambitious warriors; who rather than building their strength through practice and training, improve their natural talents by enhancing and upgrading their body. They reject the idea that they should play the hand they're dealt, instead seeking to change the game. Where most accept the body they are given, evolutionists aim to control it and push it past its limits. Each evolutionist has different methods and motivations for upgrading their body, but they all are connected by one common goal: evolution.

CONTINUAL IMPROVEMENT

Evolutionists are defined by their yearning to improve their bodies through methods that go beyond mere training. They achieve this through

a variety of means, from inventive technology and alchemy to ancient magics or even pacts with otherworldly beings. No matter the method, an evolutionist begins to change and alter their form by augmenting their body or growing completely new appendages. These upgrades allow evolutionists to overpower their enemies, either through raw enhanced capability or through unique tactics enabled by their non-standard biology. Evolutionists live a life of continual growth, utilizing the abilities they gain to seek methods to enhance their bodies even further.

PARADOXICAL IDENTITIES

An evolutionist's body is the foundation of their identity, the ultimate focus of their efforts. For them, the body is the most fundamental, intrinsic expression of identity and purpose—from an elk's antlers to a bat's ears, every biological adaptation has an explicit reason for existing. Evolutionists often chase after their personal concept of a perfected body, often driven by perceptions of physical weakness, mental ineptitude, or visual unattractiveness. The pursuit of perfection is not without its risks, however. Paradoxically, these same individuals who see the body as a form of expression have a tendency to dissociate from it as they stack up modifications. Some come to perceive the body as little more than a tool or vehicle operated by the brain or soul. While this mentality may facilitate even greater upgrades, it begs an uneasy question; where does the person end and the enhancements begin?

AMBITIOUS SACRIFICES

Sacrifice is central to the evolutionist's work. They must forfeit parts of themselves—one day, removing a leg to replace it with an upgraded prosthetic; the next, altering their appearance to suit a new enhancement. While these physically orientated modifications give them the capability to fight toe to toe with the best of martial combatants, evolutionists have greater ambitions. They push their enhancements further than their body can handle, tearing into their own vitality. Endurance is the most important quality for an evolutionist; the ability to suffer through their ambition is paramount to their success. They stop at nothing in pursuit of their goals; even despite the risk of harm to themselves. Sometimes, they make their greatest sacrifices without even realizing it.

FREAKISH FORMS

As a result of their work, evolutionists almost always look strange. Modifications to their body rarely go unnoticed, often making people wary of them. Opinions regarding individual evolutionists vary drastically, from disgust and fear to respect and admiration. They are often treated differently not just for their appearance, but also the implications it has for their mental state—surely no one who would do that to themselves is right in their head. Dealing with such reactions on a daily basis, evolutionists tend to be able to overcome others' opinions of them with relative ease. Some evolutionists are timid and self-conscious, trying to blend in and cowering at hostility. Others relish the notoriety, happily claiming the spotlight—even negative attention is attention. The most dangerous tolerate no hints of judgment, potentially flying into a murderous frenzy at the slightest side-eye.

CREATING AN EVOLUTIONIST

As you create your evolutionist character, you should consider exactly how your character upgrades their body. As a starting character, you'll choose a method that defines the general nature of your enhancements, but the exact form of your upgrades is up to you. Do you enhance your current body? Or do you remove and replace parts of your body? Is your character methodical and careful when

upgrading their body, or do they make changes as crudely and quickly as possible? Your choice in how your character changes their body is integral to their appearance as well as how others treat them. Each upgrade your character attains will change who they are, and it is this progression of changes that defines you as an evolutionist.

Secondly, you should consider why your character decided to follow this controversial and dangerous path. Was it simply a lust for power, or do they have a larger goal? Each evolutionist has a reason for why they continually improve themselves, due to the sacrifices that come with it. Does your character strive to overcome some obstacle? Or is there something your character wishes to change about themselves? Furthermore, you should consider how your character was led to enhancing their body. Were they introduced to the practice by another, or did it begin with a major chaotic event? Did your character choose this path, or was it thrust upon them? Having a clear idea of your character's goals and origins will help you inform your decisions further down the line.

QUICK BUILD

You can make an evolutionist quickly by following these suggestions. First, make Constitution your highest score, followed by Strength or Dexterity, based on how you want to fight. Second, choose the Mercenary background.



PHARINA (sings) When the paths all cross, and time's all up, just remember. Remember my... But I can't see it now. Can't see it now. (stops) Can't bloody see it now.

[Tari laughs and looks at Pharina perched on the cycle behind her.]

TARI You alright there?

PHARINA Hmph, I had a new song in my head, but now it's gone.

TARI I'm sure it'll come back to you; it always does.

PHARINA (smiles) Just like you.

TARI Just like me.

[Tari and Pharina accelerate rapidly, their words lost to the wind as a blue tower collapses behind them.]

THE EVOLUTIONIST

LEVEL	PROFICIENCY BONUS	FEATURES	UPGRADES DEVELOPED	ACTIVE UPGRADES
1st	+2	Evolutionary Method, Augmentations	—	—
2nd	+2	Upgrades, Reconstruction	2	1
3rd	+2	Metabolic Ignition, Undying	4	2
4th	+2	Ability Score Improvement	4	2
5th	+3	Extra Attack	4	2
6th	+3	Relentless Ignition, Augmentation	6	3
7th	+3	Evolutionary Method feature	6	3
8th	+3	Ability Score Improvement	6	3
9th	+4	Hardened Mind	6	3
10th	+4	—	8	4
11th	+4	Unyielding Strikes	8	4
12th	+4	Ability Score Improvement	8	4
13th	+5	Evolutionary Method feature	8	4
14th	+5	Immortality	10	5
15th	+5	Wounded Ambition	10	5
16th	+5	Ability Score Improvement	10	5
17th	+6	Evolutionary Method feature	10	5
18th	+6	—	12	6
19th	+6	Ability Score Improvement	12	6
20th	+6	Final Form, Immortality Improvement	12	6

CLASS FEATURES

As an evolutionist, you gain the following class features.

HIT POINTS

Hit Dice: 1d10 per evolutionist level

Hit Points at 1st Level: 10 + your Constitution modifier

Hit Points at Higher Levels: 1d10 (or 6) + your Constitution modifier per evolutionist level after 1st

PROFICIENCIES

Armor: Light armor, medium armor, shields

Weapons: Simple weapons

Tools: None

Saving Throws: Constitution, Charisma

Skills: Choose two from Acrobatics, Athletics, Intimidation, Investigation, Medicine, Stealth, and Survival (Navigation*)

**a skill replacement, see the Skills rule on page 204.*

STARTING EQUIPMENT

If you are using Crystalpunk equipment, see the Equipment section of this book (page 94). Otherwise, you start with the following equipment, plus anything provided by your background.

- (a) a spear or (b) any martial weapon (if proficient)
- (a) scale mail or (b) any simple weapon
- an explorer's pack and a dagger

If you forgo the provided equipment and the items offered by your background, you start with 3d4 x 10 gp to buy equipment instead.

MULTICLASSING

Ability Score Minimum. As a multiclass character, you must have at least a Strength and Constitution score of 13 to take a level in this class, or to take a level in another class if you are already an evolutionist.

Proficiencies Gained. If evolutionist isn't your initial class, you gain the following proficiencies when you take your first level in this class: light armor, simple weapons.

Undying. If you have both the Undying feature and the Relentless Rage feature and the DC changes for one of them, it also changes to the same value for the other feature.

Spell Slots. If you choose the Method of Infusion, add a third of your levels (rounded down) in the evolutionist class to the appropriate levels from other classes to determine your available spell slots.

EVOLUTIONARY METHOD

Choose an evolutionary method, which determines how you approach upgrading your own body: Innovation, Mutation or Infusion, each of which is detailed at the end of the class description. Your choice grants you features at 1st level, and again at 7th, 13th, and 17th levels.

AUGMENTATIONS

Each evolutionist begins with augmentations, which are the foundations used for further enhancements. Choose two of the following options to modify your body with. You can choose another one at 6th level.

ARM AUGMENTATION

You gain proficiency in all martial weapons. Also, you can use either of your free hands as evolutionary weapons.

CORE AUGMENTATION

Your hit point maximum increases by an amount equal to your evolutionist level and it increases by 1 again each time you gain a level in this class.

EXTERIOR AUGMENTATION

While you are not wearing any armor, your Armor Class equals 13 + your Constitution modifier. You can use a shield and still gain this benefit.

GROWTH AUGMENTATION

You gain up to four new bodily features which can be used as evolutionary weapons. These new features can't use items or wield weapons or shields.

HEAD AUGMENTATION

You gain proficiency in the Perception skill and one other skill of your choice.

LEG AUGMENTATION

Your walking speed increases by 10 feet.

UPGRADES

At 2nd level, you begin to enhance your body with a vast set of unique modifications. When you first gain this feature, pick two upgrades to develop, choosing from the Upgrades section at the end of the class description. You can develop additional upgrades of your choice when you reach certain levels in this class, as shown on the Upgrades Developed column of the Evolutionist table. Whenever you gain a level in this class, you can replace one of your developed upgrades with a new one.

Whenever you finish a short or long rest, you choose a number of your developed upgrades to activate, as shown on the Active Upgrades column of the Evolutionist Table. These remain activated until you use this feature again. While an upgrade is activated, you gain its benefits.

Some Upgrades require your target to make a saving throw to resist the feature's effects. The saving throw DC is calculated as follows:

Upgrade save DC = 8 + your proficiency bonus + your Constitution modifier

EVOLUTIONARY WEAPONS

Some augmentations and upgrades from this class grant you access to evolutionary weapons, which are enhancements attached to your body that can be used as weapons. They have the following properties:

- You are proficient in them.
- They deal 1d10 bludgeoning, piercing, or slashing damage, as appropriate, plus your ability modifier.
- They have the *finesse* property.
- They don't require a free hand to wield (except for the one granted by the Arm Augmentation).
- If you have at least one evolutionary weapon, you gain a +1 bonus to AC so long as you haven't wielded a weapon or shield since the start of your last turn.
- They can't be used while wielding a shield, and you can't engage in two-weapon fighting with them.

Starting at 6th level, your evolutionary weapons are considered magical for the purpose of overcoming resistances and immunities.

YOUR AUGMENTATIONS

Arm Augmentation. You can implement the Arm Augmentation into one or both of your arms, possibly by tinkering with the muscle fibers within them or by encasing them to enhance their power. You could also mutilate them instead, replacing them entirely to gain the power you seek.

Core Augmentation. The Core Augmentation is a modification to the torso of the body, most often by augmenting the area in and around the heart to increase survivability. You might even replace your heart or other organs entirely to do so.

Exterior Augmentation. Your defense is bolstered when you gain the Exterior Augmentation, which could be gained by implementing a protective layer under your skin, covering your entire body in a durable overcoat, or by gaining a full exoskeleton.

Growth Augmentation. There are many ways to implement the Growth Augmentation, but it always involves gaining new parts that depart your body from its original form. These new bodily features can take any form, such as hooves, a tail, extra arms, claws, fangs, spines, horns, or tentacles.

Head Augmentation. Improving your senses is your main goal when implementing the Head Augmentation. You can do so by replacing parts of your head, by morphing its entire structure, or enhancing individual facial features.

Leg Augmentation. Speed is the key for the Leg Augmentation, which affects one or both of your legs. You could cover your legs with a strong frame, or change their structure entirely. You can also mutilate them, replacing them with stronger legs, or some entirely new type of appendage.

RECONSTRUCTION

Starting at 2nd level, your body is fit to repair damage. You gain the following benefits:

- Whenever you spend hit dice to regain hit points at the end of a short rest, you use the highest number possible for each die, instead of rolling.
- When you finish a long rest, you can replace any lost body parts, such as legs, arms, or eyes, with replacement parts. If the part had enhancements, such as augmentations or upgrades, you also regain them.

METABOLIC IGNITION

At 3rd level, your modifications allow you to exceed your limitations by using your own body as a fuel source. On your turn, you can enter a state of metabolic ignition as a bonus action. When you do, choose one of your augmentations to ignite, gaining benefits based on your choice while you remain ignited, as detailed below. You can only have one augmentation ignited at a given time.

When you first ignite, your current hit points are reduced by an amount equal to 2 + your proficiency bonus. At the start of each of your turns thereafter, you can choose to end your metabolic ignition, or reduce your current hit points by the same amount again to continue it (no action required from you in either case). This hit point reduction does not count as damage or affect your concentration.

IGNITION BENEFITS

These are the benefits you gain when you ignite each augmentation.

Arm. The first time on each of your turns that you hit an attack with a martial weapon or your arm evolutionary weapon, double the base damage dice of the weapon and double your ability modifier when determining how much damage it deals.

Core. You ignore all of the effects of one spell or condition, of your choice, that is currently affecting you. If you are unable to take actions on your turn and have at least 1 hit point, you can ignite this augmentation when you start your turn, without having to use your bonus action (no action required).

Exterior. While you are not wearing any armor, you have resistance to all damage except psychic damage.

Growth. When you take the Attack action on your turn, you can make one additional attack with an evolutionary weapon as a part of the same action.

Head. You have advantage on attack rolls, unless disadvantage would normally apply to the roll.

Leg. When you first ignite this augmentation and at the start of each of your turns thereafter, you gain the benefits of one of the following actions of your choice: Dash, Disengage, or Dodge.

UNDYING

Also starting at 3rd level, your ambition triumphs over death. If you drop to 0 hit points and don't die outright, you can make a DC 10 Constitution saving throw. If you are ignited, you have advantage on this roll. If you succeed, you drop to 1 hit point instead.

Each time you use this feature after the first, the DC increases by 5. When you finish a short or long rest, the DC resets to 10.

ABILITY SCORE IMPROVEMENT

When you reach 4th level, and again at 8th, 12th, 16th, and 19th level, you can increase one ability score of your choice by 2, or you can increase two ability scores of your choice by 1. As normal, you can't increase an ability score above 20 using this feature.

EXTRA ATTACK

At 5th level, you can attack twice, instead of once, whenever you take the Attack action on your turn.

RELENTLESS IGNITION

Starting at 6th level, when you enter your metabolic ignition, you can choose to ignite two augmentations instead of one. If you do, you lose twice the amount of hit points when you first ignite and for the duration of the ignition whenever you choose to continue it.

HARDENED MIND

By 9th level, the amount of enhancements in your body have taken a toll on your mind, making other attempts to manipulate it futile. You gain proficiency in Wisdom saving throws, or if you are already proficient, one other saving throw of your choice.

UNYIELDING STRIKES

At 11th level, when you take the Attack action while ignited or while you are below half your hit point maximum, you can make one additional attack as a part of the same action.

IMMORTALITY

At 14th level, for every 10 years that pass, your body ages only 1 year and you are immune to being magically aged. Also, you no longer need to sleep, eat food, or drink water to survive.

By 20th level, you are immortal. You no longer age.

WOUNDED AMBITION

Starting at 15th level, while you are ignited or below half your hit point maximum, you can't be frightened and your weapon attacks score a critical hit on a roll of 19 or 20.

FINAL FORM

At 20th level, you reach your final form. Choose one of your augmentations. You permanently gain its ignition benefits.



MUTATION AND INFUSION EVOLUTIONISTS

EVOLUTIONARY METHODS

An evolutionist's method is fundamental to their being—it is the vital gateway that allows them to modify their body and the path which sets them apart from others of their kind. An evolutionist's method is a defining factor in their appearance, the source of their power, and a thorough representation of their identity. Without an evolutionary method, one would not be an evolutionist.

METHOD OF INNOVATION

You personally manufacture the form you desire, which consists of constructed enhancements and fabricated body parts. While most evolutionists of this method enhance themselves with intricate, magical technology, some prefer to instead use earthen, elemental augmentations or stitched pieces of monsters. Regardless, evolutionists of this method are resilient and innovative. They constantly tinker, repair, and fine tune themselves, continually building towards something greater.

TINKERER

When you choose this method at 1st level, you gain proficiency with tinker's tools and thieves' tools if you don't already have them.

SELF REPAIR

Starting at 1st level, your form allows for quick reconstruction. As a bonus action, you can repair your broken parts, regaining hit points equal to 1d6 + your evolutionist level.

You can use this feature a number of times equal to your Constitution modifier (a minimum of once). You regain all expended uses when you finish a long rest.

INGENIOUS ENHANCEMENTS

At 7th level, you innovate new enhancements. Choose two additional upgrades from the Upgrades section at the end of the class description to develop. These upgrades don't need to meet any augmentation prerequisites, don't count against the maximum number of upgrades you can develop, and they are always activated for you. If you choose upgrades that provide you a choice when activated, you can make that choice when you finish a short or long rest.

STABILIZED IGNITION

Starting at 13th level, you modify your enhancements to cause less strain on your body. The base hit point reduction for your Metabolic Ignition is now equal to your proficiency bonus.

OMEGA CANNON

Starting at 17th level while you are ignited, you can use your action to unleash a final destructive blast, forming a line 100 feet long and 15 feet wide in front of you. Each creature in the line must make a Dexterity saving throw. A creature takes 12d6 lightning, radiant, or fire damage (your choice) on a failed save, or half as much on a successful one. The blast ignites flammable objects in the area that

aren't being worn or carried, and does quadruple damage to all objects and structures.

After you use this feature, you are pushed 30 feet backwards from the direction you fired, your metabolic ignition and all of its benefits immediately end, and you can't use this feature again until you finish a long rest.

METHOD OF MUTATION

Your body is greatly mutated: flesh morphed, resized, and reconfigured. Parts grown, and possibly changed in color. These mutations could be included through a vile practice of alchemy, a powerful curse, or a symbiotic relationship with a parasitic creature. No matter the method, these evolutionists live on the edge—constantly pushing their body to its limit. When they modify themselves, their bodies undergo chaotic, potent transformations that push the boundaries of their psyche.

ALCHEMIST

When you choose this method at 1st level, you gain proficiency with alchemist's supplies and the poisoner's kit if you don't already have them.

MUTANT REFLEXES

Starting at 1st level, your mutated form heightens your reflexes. You can give yourself a bonus to your initiative rolls equal to your Constitution modifier.

Additionally, when you take the Attack action on your turn and miss an attack, you can make one weapon attack as a bonus action that turn. You can do so a number of times equal to your Constitution modifier (a minimum of once). You regain all expended uses when you finish a long rest.

BERSERK MUTATION

Starting at 7th level when you ignite a single augmentation, you can choose to enter a berserk state for the duration of your ignition. If you do, you instead ignite a random one of your augmentations and switch to a new random augmentation at the start of each of your turns while you remain ignited, determined by rolling 1d3.

Your size increases by one category for the duration—from Medium to Large, for example, causing your weapon attacks to deal 1d4 extra damage on a hit. Also, when a creature deals damage to you or ends their turn within your range while you are in this berserk state, you can make one weapon attack against them as a reaction.

Once you enter this berserk state, you must finish a long rest before you can do so again.

CHAOTIC MUTATION

At 13th level, you can invoke a chaotic mutation within yourself. As a bonus action, you can gain a random augmentation out of those you lack, determined by rolling 1d3. Then, you gain a random Upgrade from that augmentation's category in the Upgrades section at the end of the class description, determined by rolling 1d6.

You gain the benefits of the augmentation and upgrade for the next hour, or until you use this feature again. If either offers you a choice, you make that choice when you gain the augmentation or upgrade through this feature.

You can ignite this new augmentation, and you can enter your Metabolic Ignition as a part of the same bonus action used to gain it, provided you ignite the new augmentation as a part of it or use your Berserk Mutation feature when you ignite. If you use your Berserk Mutation feature with this extra augmentation, roll 1d4 each turn to determine the random augmentation that is ignited.

You can use this feature three times. You regain all expended uses of it when you finish a long rest.

WRATHFUL SURGE

Starting at 17th level you can push your body to extreme limits. If you start your turn ignited and choose to remain ignited, you can take an additional turn in combat directly after this one. During this turn, you must move directly towards the closest creature until you are within range to attack. Then, you must use the Attack action against them, using all your possible attacks, moving to attack the next creature if you fell your current target.

Once you use this feature, you must finish a long rest before you can use it again.

METHOD OF INFUSION

Your form is intensely magical—infused within you is the power of pure arcana. You weave this power to shape magical, iridescent enhancements—translucent limbs, lustrous, glowing eyes, or even tattoo-like augmentations that wrap around your body. You could have received this power at birth, or it might have been imbued within you at some point in your life. Perhaps a higher being granted you such power. No matter its origin, it's your process that allows for your enhancements—as you weave your body in the same way that a mage weaves their spells.

SPELLCASTING

At 1st level, your arcane form grants you the ability to cast spells.

Cantrips. You learn one cantrip of your choice from the sorcerer spell list. You learn an additional cantrip of your choice at 3rd level and another at 10th level.

INFUSION SPELLCASTING

EVO. LEVEL	CANTRIPS KNOWN	SPELLS KNOWN	– SPELL SLOTS –			
			1ST	2ND	3RD	4TH
1st	1	2	1	–	–	–
2nd	1	2	1	–	–	–
3rd	2	3	2	–	–	–
4th	2	4	3	–	–	–
5th	2	4	3	–	–	–
6th	2	4	3	–	–	–
7th	2	5	4	2	–	–
8th	2	6	4	2	–	–
9th	2	6	4	2	–	–
10th	3	7	4	3	–	–
11th	3	8	4	3	–	–
12th	3	8	4	3	–	–
13th	3	9	4	3	2	–
14th	3	10	4	3	2	–
15th	3	10	4	3	2	–
16th	3	11	4	3	3	–
17th	3	11	4	3	3	–
18th	3	11	4	3	3	–
19th	3	12	4	3	3	1
20th	3	13	4	3	3	1

Spell Slots. The Infusion Spellcasting table shows how many spell slots you have to cast your spells of 1st level or higher. To cast one of these spells, you must expend a slot of the spell's level or higher. You regain all expended spell slots when you finish a long rest.

Spells Known of 1st-Level and Higher. When you choose this method, you know two 1st-level sorcerer spells of your choice.

The Spells Known column of the Infusion Spellcasting table shows when you learn more sorcerer spells of 1st-level or higher. Each of these spells must be of a level for which you have spell slots. For instance, when you reach 7th level in this class, you can learn one new spell of 1st or 2nd level.

Additionally, when you gain a level in this class, you can choose one of the sorcerer spells you know and replace it with another spell from the sorcerer spell list, which also must be of a level for which you have spell slots.

Spellcasting Ability. Charisma is your spellcasting ability for your sorcerer spells, since your arcane power comes from within you. You use Charisma whenever a spell refers to your spellcasting ability. In addition, you use your Charisma modifier when setting the saving throw DC for a sorcerer spell you cast and when making an attack roll with one.

Spell Save DC = 8 + your proficiency bonus + your Charisma modifier

Spell attack modifier = your proficiency bonus + your Charisma modifier

Augmented Focus. You can use any modified part of your body as a spellcasting focus for your sorcerer spells.

ARCANE SENSE

Starting at 1st level, you are innately connected to the magic around you. You learn the *identify* and *detect magic* spells and they don't count against the number of sorcerer spells you know. You can cast either of them without expending a spell slot a number of times equal to your Constitution modifier (a minimum of once). You regain all expended uses when you finish a long rest.

SPELL FORM

Starting at 7th level when you first ignite, you can choose to transform your body into pure magic for the duration of your ignition. While in this form, you gain the following benefits:

- After you cast a spell, you can teleport to an unoccupied space within 5 feet of one of the spell's targets or a point within its area of effect, so long as you can see the target location.
- All spells you cast during the ignition are cast at one level higher than the spell slot used to cast them.

Once you use this feature, you must finish a short or long rest before you can use it again.

ARCANE BODY

At 13th level, you take no damage and are unaffected by any other detrimental effects from spells you cast. If you would take damage from a sorcerer spell of 1st-level or higher that you cast, you instead regain 2d6 hit points. A spell can only cause you to regain hit points this way once.

SPELL STRIKE

At 17th level when you take the Attack action, you can replace one of the attacks with a spell that has a casting time of 1 action, which you cast as a part of the same action.

Once you use this feature, you must finish a short or long rest before you can use it again.



REVERB	As a researcher at Station Verene, aren't you frightened being so close to the Overgrowth?
NETTLESEED	Hah, I wouldn't say frightened... we just barricade the doors at night.
REVERB	I'm sure, I'm sure. Anyway, we should get to the question all the viewers are asking, what's your answer to the recent controversy around Station Verene; the imprisoned beasts, the experiments?
NETTLESEED	Ah, yes. I am unsure where such rumors started, but you must understand— [Nettleseed is blasted out of his chair as the door behind him crumples beneath the weight of an incoming flood. Reverb, unsurprised, jumps onto the steel, bolted-down table in the middle of the room. As the water levels recede a grotesquely patch-worked figure approaches through the remains. Gills flaring with gurgling growls, a forced toothy grin lined with razor-like teeth, and webbed hands clutching a piece of steel rebar. His eyes locked with Nettleseed's as he stepped forward]
JOHN MANO	Grrrrggg... You... You Grr-ruined, Ev...everrrrgg-Everything!
REVERB	I believe my question has been answered.

– THE RAINY REPORT WITH REVERB

UPGRADES

The following list of upgrades is ordered based on augmentation prerequisites. You can develop an upgrade at the same time that you meet its prerequisites. Level prerequisites refer to your level in this class.

BASIC UPGRADES

You don't require any specific augmentations to develop the following upgrades.

Amorphous. Your form bends and contorts. You can enter a hostile creature's space and stop there, and you can move through a space as narrow as 1 inch wide without squeezing.

Aquatic. You can breathe in water and air. Also, you gain a swimming speed of 30 feet.

Bigger and Better. You enhance one of your evolutionary weapons, or you weaponize your entire body, turning it into a new evolutionary weapon. If you use Strength for this evolutionary weapon's attack and damage rolls, its damage die increases to 2d6.

Breaking Strike (3rd level required). Once on each of your turns when you hit a creature with a weapon attack while ignited, you can cripple their defenses. The next attack roll made by a creature other than you against the target has advantage, provided it is made before the start of your next turn.

Crafted Critter. When you activate this upgrade, you create a small critter to aid you, which lasts until it dies or until you activate this upgrade again. Choose a CR 0 beast that you have seen before. The critter takes its form and statistics, though it is a construct (innovation), monstrosity (mutation) or aberration (infusion) instead of a beast. It obeys your commands to the best of its ability (no action required from you). In combat, the critter shares your initiative count, but it takes its turn immediately after yours.

Crippling Blows. When you hit a creature with a weapon attack, you can halve the target's speed until the end of your next turn. Until then, the target's speed can't be reduced this way again.

Elemental Cannon. When you activate this upgrade, choose one of your evolutionary weapons, and choose a damage type between cold, fire, or lightning. You can use the evolutionary weapon to make ranged weapon attacks that do damage of the chosen damage type. It has a normal range of 30 feet and a long range of 120 feet.

Energy Burst (6th-level required). As an action, you can suffer the hit point reduction of your Metabolic Ignition to emit a burst of energy in a 30-foot cone. Each creature in that area must make a Dexterity saving throw. A target takes cold, fire or lightning damage (your choice) equal to 2d10 + your evolutionist level on a failed save, or half as much damage on a successful one. After you take

this action, you can't do so again until you finish a short or long rest.

Fiery Aura (3rd level required). When you first ignite and at the start of each of your turns thereafter while you remain ignited, you can choose to emit a burst of flames, dealing fire damage to all other creatures within 10 feet of you. This damage equals your Constitution modifier (a minimum of 1).

Flight (10th level required). You gain a flying speed of 30 feet.

Freezing Aura (3rd level required). While ignited, you can choose to emit an aura of frost in a 10-foot radius around you. This area counts as difficult terrain, and other creatures inside can't take the Disengage or Dash actions.

Frightening Revival (3rd level required). When a creature deals damage that reduces you to 0 hit points and you use your Undying feature to instead remain at 1 hit point, you can use your reaction to have them make a Wisdom saving throw. On a failure, they are Frightened of you until the end of their next turn.

Micromagic Engine. When you activate this upgrade, you learn two cantrips of your choice from the wizard spell list. Constitution is your spellcasting ability for these cantrips.

Noxious Aura (6th level required). While ignited, you can choose to emit a toxic cloud in a 10-foot radius around you. Each creature, other than you, that starts its turn in the area must make a Constitution saving throw. On a failure, they are poisoned until the start of their next turn. On a successful saving throw, a creature is immune to your stench for 1 hour.

Overwhelming Impact. When you hit a creature with a melee weapon attack, you can push the target up to 5 feet away in any direction, except upward.

Pathfinder. You gain a climbing speed of 30 feet. Also, your weapon attacks deal double damage to objects and structures.

Skill Versatility. When you activate this upgrade, you can choose a skill you lack proficiency in. You gain proficiency in it until you choose a new one through this upgrade.

Tether Strike. You gain a new evolutionary weapon that takes the form of a chain or powerful wire. You make ranged attacks rather than melee attacks with the weapon, it has a range of 20 feet, and its damage dice is a d6 rather than a d10. When you hit a creature or object with the weapon, you can choose to move yourself in a straight line until you are within 5 feet of the target. Alternatively, if the target is no more than one size larger than you, you can have the target make a Strength saving throw. On a failure, they are pulled in a straight line until they are within 5 feet of you.

ARM UPGRADES

You require the Arm Augmentation to develop the following upgrades.

Brawler (6th level required). You enhance your fists. After you make two melee attacks against the same creature with your arm evolutionary weapons in one turn, you can force the target to make a Strength saving throw. On a failure, the target is grappled by you. If the target is too large for you to grapple or already grappled by you, they are instead knocked prone.

Double Jointed. You have advantage on Dexterity (Sleight of Hand) checks and any ability checks you make with thieves' tools.

Integrated Crusher. When you activate this upgrade, you can integrate a melee weapon with the two-handed property into one of your arms. If you score a critical hit with the weapon while it is integrated this way, the target is dazed: it has disadvantage on attack rolls and saving throws until the end of your next turn.

Integrated Defender. When you activate this upgrade, you can integrate a shield into one of your arms. If you're hit with an attack or subject to damage from an effect that required you to make a Dexterity or Strength saving throw while you have it extended, you can use your reaction to reduce the damage dealt by an amount equal to your evolutionist level.

Integrated Duelist. When you activate this upgrade, you can integrate a melee weapon that lacks the two-handed or special properties into one of your arms. When you do, choose one of the following properties: light, reach, or thrown (20/60). The weapon gains the property if it doesn't already have it. If you choose the thrown property, you can return the weapon to you immediately after you make a thrown attack with it, provided it is within 60 feet of you (no action required).

Integrated Marksman. When you activate this upgrade, you can integrate a ranged weapon into one of your arms. While a weapon is integrated this way, you ignore its loading property if it has it, and you also ignore any ability score requirements it has. Additionally, when you hit a creature with it, you can push the creature up to 10 feet away from you in a straight line.

INTEGRATED ITEMS

Some Upgrades from the Arm Augmentation allow you to integrate items into your arms. While integrated, you can retract and extend the item at will (no action required), unless the item is a shield, in which case it takes an action. You still have a hand, but it is not considered free while these items are extended. If the item is a weapon with the two-handed property, you must still use your other hand to make an attack with it. Lastly, you can only have one integrated item in each arm.

CORE UPGRADES

You require the Core Augmentation to develop the following upgrades.

Adrenal Control (6th level required). When you ignite, you can choose to also increase your adrenaline flow for 1 minute. Once on each of your turns during that time, you can add 1d8 to one attack roll you make. You must choose to do so before you make the roll. Once you increase your adrenaline flow this way, you can't do so again until you finish a short or long rest.

Auto-Injector. You upgrade yourself with an automatic injector. As an action, you can fit a potion or narcotic in the injector. While an item is fitted inside, you can consume it as a bonus action rather than as an action. Additionally, when you activate this upgrade or after you finish a long rest, you can create one Greater Potion of Healing or one random, uncommon Arcane Narcotic (see page 103), which you can choose to be already fitted into your injector. The created item lasts until you create another with this upgrade, you can't create another until you finish a long rest, and only you can use it.

Mimicry. You can mimic sounds you have heard, including voices. A creature that hears the sounds you make can tell they are imitations with a successful Wisdom (Insight) check opposed by your Upgrade save DC.

Super Strength. You have advantage on all Strength checks. Also, you can now attempt to grapple and shove creatures up to two sizes larger than you, rather than one.

Transfer Vitality. As an action, you can touch a creature and choose an amount of hit points up to your evolutionist level. Your current hit points are reduced by the chosen amount, then the chosen creature regains the same amount of hit points, plus an amount equal to your Constitution modifier (a minimum of 1). After you take this action, you can't do so again until you finish a short or long rest.

True Survivor. You are immune to disease and the poisoned condition. You no longer need to breathe, and you are immune to the effects of extreme cold and heat. Additionally, you count as one size larger when determining your carrying capacity and the weight you can push, drag, or lift.

EXTERIOR UPGRADES

You require the Exterior Augmentation to develop the following upgrades.

Barbed Skin. When a creature within 5 feet of you hits you with an attack or starts their turn while grappled by you or grappling you, you can use your reaction to deal piercing damage to them equal to your Constitution modifier (a minimum of 1).

Chameleonic. You can change the coloration of your body at will, granting you advantage on Dexterity (Stealth) checks made to hide.

REVERB	Mr. Edmonton, you head the Executioner's Guild R&D branch. Do you find your job especially dangerous?
EDMONTON	Psh, during the early years sure, but the Seekers are well broken-in by now. [Reverb, previously occupied by slides in his hands, looks up sharply].
REVERB	Did you say 'broken-in'? I wasn't aware Seekers were animals.
EDMONTON	(laughs) Aren't they all animals? They may walk and talk, but they all eat, drink and kill as well as—ha, better than, the next.
REVERB	That's beside the point, these are enhanced people you're dealing with. Your own people. What differentiates them from anyone else with magitech enhancements, you with your ears or me with my neck augment?
EDMONTON	Everything. They aren't people, they eat, drink, and kill. They don't do anything else, Reverb.
– THE RAINY REPORT WITH REVERB	

Pheromones. You have advantage on Charisma (Persuasion) checks against creatures within 10 feet of you, provided they have a sense of smell.

Provoking Facade (6th level required). Creatures within 5 feet of you that can see you have disadvantage on any attack roll that isn't against you.

Shifting Form. You can use your action to change your appearance. You decide what you look like, including your height, weight, facial features, sound of your voice, hair length, coloration, and distinguishing characteristics, if any. Your size and basic shape must stay the same, and none of your statistics change.

Terrifying Form. You have advantage on Charisma (Intimidation) checks against creatures that can see you.

GROWTH UPGRADES

You require the Growth Augmentation to develop the following upgrades.

Extra Appendages. You turn any amount of your evolutionary weapons into extra appendages that have the ability to hold and use items and weapons, provided they don't have the two-handed property or are a shield. Each of these allow you to interact with an additional object or feature of the environment for free during your turn, and you can also now initiate grapples with them. While any of these appendages are holding a weapon, you can't gain the benefit of a shield.

Fused Weapon. When you activate this upgrade, you can choose a magical melee weapon, infusing it into one of your evolutionary weapons. Until you activate this upgrade again, the evolutionary weapon gains the magical weapon's properties, including attunement, though the damage die of the evolutionary weapon remains the same.

Long Reach Weapons. Your evolutionary weapons gain a reach of 10 feet.

Maneuvering Appendages. Your new bodily features take a form that assists you with your movement, such as extra legs or a tail. Your walking speed increases by 10 feet, and when you Dash or Disengage, you also gain the benefits of the other action.

Retaliating Weapons. When a creature hits you with an attack, you can use your reaction to make an attack with one of your evolutionary weapons against that creature, provided they are within range. On a hit, this attack does no damage and instead, the creature is knocked prone.

Whirling Weapons (10th level required). You can use your action to make a melee attack with one of your evolutionary weapons against any number of creatures within reach, with a separate attack roll for each target.

HEAD UPGRADES

You require the Head Augmentation to develop the following upgrades.

Dead-eye. Your ranged attacks ignore half and three-quarter's cover and don't have disadvantage against creatures who are prone. Also, the range of your ranged attacks is doubled.

Enhanced Mind. You enhance your mind and your reflexes. You gain resistance to psychic damage. Also, when you make a saving throw with any ability other than Strength or Constitution or when you make an attack roll as a part of an opportunity attack, you can use this upgrade to gain a bonus to the roll equal to your Constitution modifier (a minimum of 1). You can gain this bonus twice, regaining expended uses when you finish a short or long rest.

Enhanced Vision. You have advantage on Wisdom (Perception) checks that rely on sight and gain darkvision out to a range of 60 feet if you don't already have it.

Otherworldly Vision (6th level required). You have blindsight out to 10 feet. and you can see into the Ethereal Plane out to 60 feet. Ethereal creatures and objects appear ghostly and translucent.

Thermal Sight. You can see creatures and moving objects through walls, so long as they are not behind more than a total of 1 foot of material or invisible. To you, these creatures appear as a colored-silhouette.

Tracker. You enhance your smell and hearing. You have advantage on Wisdom (Perception) checks that rely on hearing or smell and Wisdom (Survival or Navigation) checks made to track creatures.

LEG UPGRADES

You require the Leg Augmentation to develop the following upgrades.

Destructive Kicks (3rd level required). You can use either of your legs as evolutionary weapons. While your Leg Augmentation is ignited and you make an attack with one of these weapons on your turn, you can sacrifice any amount of your possible remaining ground movement this turn to gain a bonus to the attack roll. For every 20 feet sacrificed, you gain a +1 bonus to the attack roll (a maximum bonus of +5 for each attack).

Force Propulsion. Your long jump is up to 30 feet and your high jump is up to 15 feet, with or without a running start. Also, you ignore fall damage if the damage you would take is less than five times your evolutionist level.

Kinetic Force. If you move at least 20 feet in a straight line before hitting a weapon attack, you can force the target to make a Strength saving throw. On a failure, they are knocked prone.

Grounding (6th level required). You can move up, down, and across vertical surfaces and upside down along ceilings while leaving your hands free—If you stop moving, you fall. You can also walk on the surface of a body of liquid as if it was solid ground—if you stop moving, you sink.

Speed Burst (3rd level required). After you succeed the saving throw for your Undying feature, you can immediately move up to half your speed without provoking opportunity attacks.

Swift Step. Your speed increases by 10 feet, you ignore non-magical difficult terrain, and you have advantage on Dexterity (Acrobatics) checks.





SOULSHAPER

I don't know where this power came from, I don't know what it even is, and I don't know why it chose me. What I do know is that it has given me a second chance, and I intend to use it.

— Radiance, a rebellious veteran

A robed nephilim kneels in a forest clearing watching her young students enjoying a break from their lessons. A sudden cry of fear sounds from the woods nearby, and the nephilim moves swiftly to find a nightmarish creature attacking a student. She cries out, the magical manifestation of the grief from a former pupil she couldn't save pulsing around her. This spectral wave closes the student's wounds, and obliterates the nightmare.

A half-elven charlatan realizes that the jig is up and his scam has failed. The mob that he has tried to garner sympathy and donations from has turned against him, and they close in on him while he is apparently unarmed. With a wave of his hand, he summons a brilliantly glowing purple blade, intricately detailed. He wards the angry crowd away with the weapon before leaping onto his spectral horse, riding quickly toward the next town he can try his act on.

A curseborn Psychopomp kneels over the corpse of a thug in an alley, extracting the recently deceased man's soul to place in a battery. A rival Psychopomp spots her, and tries to intervene and claim the soul for himself. Before he can reach her, the curseborn raises an arm, and the man is stunned in place. As the curseborn's soul holds him, she begins incanting a spell, and all the Psychopomp can do is watch his obliteration come.

WHAT IS A SOULSHAPER?

Soulshapers are mystical spiritualists who can effortlessly manipulate the spectral energy of their soul and the souls of others. Their powers are awakened by a moment of sudden enlightenment, rarely found through meditation but more commonly realized through a near-death experience. Their powers continue to develop based on the emotion that revealed them, from serene acceptance to a furious desire for revenge.

BRIDGES TO THE BEYOND

Soulshapers can see the souls of the living and the dead, and can physically manipulate them. They are mediums between life and death, and between

the Ethereal and Material Planes. Soulshapers use their powers for different purposes; some use their ability to physically manipulate souls to become Psychopomps (see page 222) or work with Soul Batteries, while others use their intimate knowledge of emotions to become negotiators, counselors or politicians. Some soulshapers who awaken their potential on the streets will use their powers nefariously, becoming thieves or scam artists with their abilities complementing their natural talents.

AWAKENED POTENTIAL

The moment of awakening is different for every soulshaper, but it is always a moment of intense emotion. For some, this is a moment of acceptance; a resignation to their death before being saved by an outside source. Soulshapers who awaken this way feel a sense of calm each time they channel their powers—after all, each moment they are alive is a bonus, and every effect they can have is one they may not have had otherwise. For others, it is a moment of pure terror, where they will do anything in their power to survive and their soul responds. These soulshapers channel their powers on pure adrenaline and instinct, recalling the moment when they brushed with death. Others still are so overcome with rage that they begin using their powers before they even realize what they are capable of. Their pure desire for revenge for whatever reason drives the use of their powers, and every time they channel their abilities, they return to that blood-boiling moment of fury.

INNER FOCUS

Awakening one's power is the easy part. Soulshapers draw their power directly from within themselves, and rigorous meditation is needed to hone their connection to their soul and the world around them. The meditative practices of a soulshaper varies based on their discipline, and this meditation allows them to not only enhance their powers, but develop new ones. A soulshaper can never improve without taking the time to focus inwards.

CREATING A SOULSHAPER

When creating a soulshaper, you should first consider an event that caused your character to awaken their powers. Was it a terrible crime they witnessed? A grievous injury they survived? An acceptance of their fate before they were saved? Your decision will affect

not only how your character harnesses their powers, but also how they act both in and out of combat. Soulshapers are defined by emotion, and it is important to consider the emotional aspect you wish to focus on.

Next, decide on what your character uses this newfound power for. Do they use their abilities to help others, or do they use them selfishly? Do they flaunt their powers or hide them? Have they sought a teacher to learn their powers, or do they experiment alone? Consider these questions when shaping the history of your character, as they will

provide a foundation for decisions later on, both in character creation and in game.

QUICK BUILD

You can make a soulshaper quickly by following these suggestions. First, Wisdom should be your highest ability score, followed by Constitution. Second, choose the Shaman background. Third, choose the *thaumaturgy* and *eldritch blast* cantrips, along with the 1st-level spells *command*, *cure wounds*, and *guiding bolt*.

THE SOULSHAPER

LEVEL	PROFICIENCY BONUS	FEATURES	CANTRIPS KNOWN	SPELLS KNOWN	—SPELL SLOTS—				
					1ST	2ND	3RD	4TH	5TH
1st	+2	Mystical Defense, Spellcasting	2	3	2	—	—	—	—
2nd	+2	Spiritual Discipline, Spectral Sight	2	3	2	—	—	—	—
3rd	+2	Soul Surge (1 use)	2	4	3	—	—	—	—
4th	+2	Ability Score Increase	3	4	3	—	—	—	—
5th	+3	Ethereal Sense, Discipline feature	3	5	4	2	—	—	—
6th	+3	Spiritual Meditation	3	5	4	2	—	—	—
7th	+3	Phantasmal Eye	3	6	4	3	—	—	—
8th	+3	Ability Score Increase	3	6	4	3	—	—	—
9th	+4	—	3	7	4	3	2	—	—
10th	+4	Discipline Feature	4	7	4	3	2	—	—
11th	+4	Reaper/Guardian, Soul Surge (2 uses)	4	8	4	3	3	—	—
12th	+4	Ability Score Increase	4	8	4	3	3	—	—
13th	+5	—	4	9	4	3	3	2	—
14th	+5	Elevated Vision	4	9	4	3	3	2	—
15th	+5	Discipline Feature	4	10	4	3	3	3	—
16th	+5	Ability Score Increase	4	10	4	3	3	3	—
17th	+6	—	4	11	4	3	3	3	1
18th	+6	Everlasting Soul, Spirit Shift	4	11	4	3	3	3	1
19th	+6	Ability Score Increase	4	12	4	3	3	3	2
20th	+6	Ascendant Aspect, Soul Surge (3 uses)	4	12	4	3	3	3	2

ZYNN | Discovering my spiritual abilities was a weird experience. I'm lying there, with a spear of fire flying towards my face, and instead of a rapid death everything just slows down. The spear is still there, I can see it, but it doesn't matter anymore. Instead, this blue haze falls over everything, and power pulses out of the ground and into me. The spear hit me, but it didn't hurt.

REVERB | How did you get out?

ZYNN | I killed the spear thrower, and then I ran. And I kept running. Sometimes it feels like I never stopped.

REVERB | And this is why you patrol the Streets? You try to stop similar situations?

ZYNN | (shrugs) Well, yeah. Somebody has to do it.

— THE RAINY REPORT WITH REVERB

CLASS FEATURES

As a soulshaper, you gain the following class features.

HIT POINTS

Hit Dice: 1d8 per soulshaper level

Hit Points at 1st Level: 8 + your Constitution modifier

Hit Points at Higher Levels: 1d8 (or 5) + your Constitution modifier per soulshaper level after 1st

PROFICIENCIES

Armor: None

Weapons: Simple weapons

Tools: None

Saving Throws: Wisdom, Charisma

Skills: Choose two from Deception, Insight, Intimidation, Medicine, Perception, Persuasion, Religion, or Sleight of Hand.

STARTING EQUIPMENT

If you are using Crystalpunk equipment, see the Equipment section of this book (page 94). Otherwise, you start with the following equipment, plus anything provided by your background.

- (a) a quarterstaff or (b) any simple weapon
- (a) a priest's pack or (b) an explorers pack
- two daggers

If you forgo this equipment and the items offered by your background, you start with 2d4 x 10 gp to buy equipment.

MULTICLASSING

Ability Score Minimum. As a multiclass character, you must have a Wisdom score of 13 or higher to take a level in this class, or to take a level in another class if you are already a soulshaper.

Spell Slots. Add half your levels (rounded up) in the soulshaper class to the appropriate levels from other classes to determine your available spell slots.

MYSTICAL DEFENSE

Your soul manifests an invisible barrier that protects you from attacks. While you are wearing no armor and not wielding a shield, your AC equals 10 + your Dexterity modifier + your Wisdom modifier.

SPELLCASTING

Your pure connection to your soul and your ability to manipulate the souls of others allows you to draw forth the power of spells.

CANTRIPS

At 1st level, you know two cantrips of your choice from the soulshaper spell list. You learn an additional soulshaper cantrip of your choice at 4th level and another at 10th level.

When you gain a level in this class, you can replace one of the soulshaper cantrips you know with another cantrip from the soulshaper spell list.

SPELL SLOTS

The Soulshaper table shows how many spell slots you have to cast your spells. To cast one of your soulshaper spells of 1st level or higher, you must expend a spell slot of the spell's level or higher. You regain all expended spell slots when you finish a long rest.

For example, if you know the 1st-level spell *guiding bolt* and have a 1st-level and a 2nd-level spell slot available, you can cast *guiding bolt* using either slot.

SPELLS KNOWN

You know three 1st-level spells of your choice from the soulshaper spell list. The Spells Known column of the Soulshaper table shows when you learn more soulshaper spells of your choice. Each of these spells must be of a level for which you have spell slots.

Additionally, when you gain a level in this class, you can choose one of the soulshaper spells you know and replace it with another spell from the soulshaper spell list, which also must be of a level for which you have spell slots.

SPELLCASTING ABILITY

Wisdom is your spellcasting ability for your soulshaper spells, since the power of your magic relies on the connection between you and your soul. You use your Wisdom whenever a spell refers to your spellcasting ability. In addition, you use your Wisdom modifier when setting the saving throw DC for a soulshaper spell you cast and when making an attack roll with one.

Spell save DC = 8 + your proficiency bonus + your Wisdom modifier

Spell attack modifier = your proficiency bonus + your Wisdom modifier

INNER FOCUS

Whenever you cast a soulshaper spell that requires a material component, you can ignore that component, unless it has a specific value noted in gp.

SOULSHAPER SPELL LIST

Here is the list of spells you consult when you learn a soulshaper spell. This list is organized by spell level, not character level. A spell marked with an asterisk* is a new spell introduced in Crystalpunk, which you can find in the Spells section on page 106. This is not a definitive list—spells from other sources may also be suitable. Discuss with your GM if you want to learn spells not found here.

CANTRIPS (0 LEVEL)

Chill Touch
Dancing Lights
Eldritch Blast
Guidance
Light
Mage Hand
Message
Resistance
Sacred Flame
Search*
Spare the Dying
Thaumaturgy
True Strike

1ST LEVEL

Bane
Bless
Channel Sense*
Charm Person
Command
Cure Wounds
Detect Magic
Faerie Fire
Guiding Bolt
Healing Word
Heroism
Imbue Knowledge*
Inflict Wounds
Protection From Evil & Good
Sanctuary
Shield of Faith
Sleep
Soul Rend*
Unseen Servant

2ND LEVEL

Aid
Augury
Blindness/Deafness
Blur
Calm Emotions
Detect Thoughts
Enhance Ability
Enthrall
Gentle Repose
Hold Person
Invisibility

Lesser Restoration
Mirror Image
See Invisibility
Spectral Barrage*
Stasis*
Suggestion

3RD LEVEL

Beacon of Hope
Bestow Curse
Binding Contract*
Blink
Capture Soul*
Ethereal Jaunt*
Fear
Hypnotic Pattern
Mass Healing Word
Phantom Steed
Remove Curse
Revivify
Sending
Slow
Soul Bind*
Speak with Dead
Spirit Guardians
Vampiric Touch

4TH LEVEL

Compulsion
Confusion
Death Ward
Dominate Beast
Greater Invisibility
Guardian of Faith
Locate Creature
Phantasmal Killer

5TH LEVEL

Antilife Shell
Awaken
Contact Other Plane
Dream
Geas
Greater Restoration
Hold Monster
Mass Cure Wounds
Raise Dead
Telepathic Bond

SPIRITUAL DISCIPLINE

When you reach 2nd level, you direct your spectral powers towards a spiritual discipline: Soothsaying, Witchcraft, Manifestation or Soulblades, each of which is detailed at the end of the class description. Your choice grants you features at 2nd level and again at 5th, 10th, and 15th level.

DISCIPLINE SPELLS

Each discipline has a list of associated spells. You learn these spells at the levels specified in the discipline description. The spell counts as a soulshaper spell for you, but it doesn't count against the number of soulshaper spells you know.

SPECTRAL SIGHT

Also starting at 2nd level, your vision pierces into the realm of spirits. The souls of creatures you can see manifest in your vision as colorful, formless objects floating within them. Dim light and darkness do not obscure your vision of these souls and thus do not affect you in regard to creatures with souls, but anything that fully blocks your vision does.

As a bonus action, you can focus your senses on the soul of a creature you can see within 120 feet of you, choosing one of the following things to learn about the target.

Emotions. You learn the target's current emotional state, such as happy, confused, afraid, or violent—which appears as a distinct color that their soul emanates. This also grants you advantage the next Wisdom (Insight) check you make against them.

Capabilities. You learn the target's damage resistances, immunities, and vulnerabilities, as well as any condition immunities it has. You also learn if it is above or below half its maximum hit points.

Secrets. The target must make a Charisma saving throw against your spell save DC. On a failure, you learn one fact or secret about the target, determined by the GM. If the target's saving throw is successful, the creature is immune to this effect for the next 24 hours. The target automatically succeeds the saving throw if it is immune to being charmed.

You can focus your senses in this way a number of times equal to your Wisdom modifier (a minimum of once). You regain all expended uses when you finish a long rest.



SOUL SURGE

When you reach 3rd level, you gain the ability to soul surge, unleashing an overwhelming amount of spiritual energy from your soul in a devastating assault. You also choose an emotional aspect, which modifies how this soul surge functions.

USING YOUR SOUL SURGE

As an action, you can soul surge, provided you aren't wearing heavy armor. Each creature of your choice within 30 feet of you must make a Dexterity saving throw against your spell save DC. A target takes force, radiant, or necrotic damage (your choice) equal to $2d10 +$ your soulshaper level on a failed save, or half as much on a successful one. Then, for the next minute, you shed bright light in a 30-foot radius and dim light for an additional 30 feet. The light can be any color of your choice. If you are knocked unconscious during this time, your soul surge ends.

Once you use your soul surge, you can't use it again until you finish a long rest.

Starting at 11th level, you can use your soul surge twice between each long rest. At 20th level, you can use it three times between each long rest.

EMOTIONAL ASPECT

An emotional aspect awakens within you, which represents the pure emotion you felt when your spiritual powers awakened and the cause in which you now fight for. At 3rd level, choose one of the following aspect options, each of which granting you additional benefits when you soul surge.

Acceptance (Serenity). Your spiritual powers awakened from pure acceptance, leading you to the path of tranquility. Whenever a creature within 30 feet of you takes damage during your soul surge, you can choose to reduce it by an amount equal to your proficiency bonus. Also, you gain a flying speed of 30 feet during your soul surge.

Fear (Preservation). Your spiritual powers awakened from your fear, leading you to focus on preserving what's left. When you soul surge, you gain temporary hit points equal to $2d10 +$ your soulshaper level. Also, during your soul surge, you and creatures of your choice within 30 feet of you don't provoke opportunity attacks.

Grief (Love). Your spiritual powers awakened when you lost someone you cared for, leading you to now protect those you can. When you soul surge, healing energy erupts from you, allowing you to restore a number of hit points equal to $3d10 +$ your soulshaper level. Choose creatures within 30 feet of you and distribute the hit points among the chosen creatures as you like.

Hate (Retribution). Your spiritual powers awakened out of anger and hatred, leading you to bring justice to those who deserve it. Up to two times during your soul surge, when you or a creature within 30 feet of

you takes damage from an attack, you can use your reaction to force the attacker to make a Wisdom saving throw. On a failed save, the target takes force, radiant, or necrotic damage (your choice) equal to the damage it just dealt and is frightened of the creature it damaged until the end of its next turn.

Regret (Ambition). Your spiritual powers were awakened by your regrets, leading you to make the most of this new opportunity you've been gifted. During your soul surge, you have advantage on attack rolls. Also, when you enter your soul surge, you can choose one other creature within 30 feet of you. They also have advantage on attack rolls while they remain within 30 feet of you for the duration.

ABILITY SCORE IMPROVEMENT

When you reach 4th level, and again at 8th, 12th, 16th, and 19th level, you can increase one ability score of your choice by 2, or you can increase two ability scores of your choice by 1. As normal, you can't increase an ability score above 20 using this feature.

ETHEREAL SENSE

Beginning at 5th level, you can expend one use of your Spectral Sight feature to cast either the *see invisibility* or *speak with dead* spell once without expending a spell slot.

SPIRITUAL MEDITATION

Once you reach 6th level, invigorating spiritual energy begins emanating from your soul. You can spend 10 minutes in a meditative state to increase the hit point maximum of creatures of your choice that can see you, which can include you. The total number of hit points increased is equal to three times your soulshaper level, which you can divide among the chosen creatures however you like. Each target also gains a number of current hit points equal to their increase in hit point maximum.

Once you use this feature, you can't use it again until you finish a long rest. All of the effects of this feature fade for a creature after they finish a long rest or after you use this feature again.

PHANTASMAL EYE

Starting at 7th level, your ability to see the souls of creatures grows stronger. When viewing souls through your Spectral Sight feature, you can see the souls of creatures behind walls, so long as they are not behind more than a total of 1 foot of material or invisible.

Also, you can expend one use of your Spectral Sight feature to invisibly mark the soul of a creature you can see. The mark lasts for 8 hours and allows you to faintly detect the direction of that soul from you, granting you advantage on any Wisdom (Perception) or Wisdom (Survival or Navigation) checks you make to find the marked creature.

REAPER/GUARDIAN

Once you reach 11th level, you choose the path of the Reaper or the Guardian. Your choice grants you a feature, which is detailed below.

You can use the reaction of the feature you gain three times, regaining all expended uses when you finish a long rest.

REAPER

You can absorb the energy from souls to empower yourself. When a creature within 30 feet of you dies, you can use your reaction to absorb a fragment of their soul, which you can keep within you until you finish your next long rest.

Once per turn when you deal force, radiant, or necrotic damage to a creature, you can expend a soul fragment to increase the damage that creature takes by 2d10.

GUARDIAN

You can grant souls some of your spiritual power to protect from death. When you or a creature within 30 feet of you is reduced to 0 hit points but not killed outright, you can use your reaction to have that creature drop to 1 hit point instead.

ELEVATED VISION

Starting at 14th level, you have an unlimited number of uses of your Spectral Sight feature.

EVERLASTING SOUL

Once you reach 18th level, your pure connection to your soul causes you to age slower. For every 10 years that pass, your body ages only 1 year.

SPIRIT SHIFT

Also starting at 18th level, you can cast either the *etherealness* or *astral projection* spell once without expending a spell slot. You regain the ability to cast either spell after you finish a long rest.

ASCENDANT ASPECT

At 20th level, your journeys have awakened another emotional aspect within you. Choose another aspect option from those provided in your Soul Surge feature.



SOULSHAPERS - DISCIPLINE OF SOULBLADES,
WITCHCRAFT, AND MANIFESTATION

SPIRITUAL DISCIPLINES

While a soulshaper's power is first born by a moment of enlightenment, they must continue to manifest and train that power through a mediative discipline, which is determines the path they forge for themselves. Each discipline centers around a particular spiritual activity, honing it to its full potential. This focus on a particular practice is best for a soulshaper, as it allows them to continually direct their powers in a defined direction.

DISCIPLINE OF SOOTHSAYING

Those who follow the Discipline of Soothsaying focus on enhancing their connection to the ethereal, granting them clairvoyant abilities. These soulshapers serve as oracles that channel and decipher omens delivered by spirits in order to predict the future.

DISCIPLINE SPELLS

You learn a discipline spell at each of the levels listed.

SOULSHAPER LVL SPELLS

2nd	<i>detect evil and good</i>
5th	<i>locate object</i>
9th	<i>clairvoyance</i>
13th	<i>locate creature</i>
17th	<i>scrying</i>

SPIRITUAL VISIONS

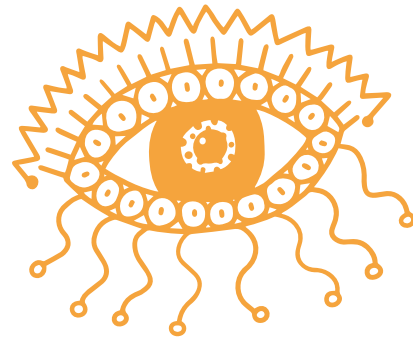
Starting at 2nd level, your otherworldly connection allows spirits to deliver mysterious omens to you. You can spend 10 minutes performing a seance to receive three visions, which last until you finish your next short or long rest. Once you perform a seance, you can't do so again until you finish a short or long rest.

When you or a allied creature within 60 feet that can hear you makes an attack roll, ability check, or saving throw, you can use your reaction to expend a vision and grant them advantage on the roll. You do so by warning them of an incoming threat, informing them of a weak point, or telling them any other useful information that could be provided by your vision, as the true meaning of the omen is revealed to you. You can also expend a vision as a reaction when a hostile creature makes an attack against you or one of your allies within 60 feet that can hear you, imposing disadvantage on the attack roll.

SOOTHSAYER'S RITUALS

At 2nd level, you learn to cast rituals through the aid of spirits. You can cast any soulshaper spell you know as a ritual if the spell has a ritual tag.

Also, you have a set of additional spells which you can cast only as rituals. When you gain this feature, your set of ritual spells contains the *augury* spell and any two 1st-level ritual spells of your choice from the bard, cleric, or druid spell lists. Whenever you gain a level in this class, you can choose one of the spells in the set and replace it with another



ritual spell from any of those spell lists. The spell's level must be no higher than half your soulshaper level (rounded up).

SPIRIT'S BLESSING

Beginning at 5th level, when you use your action to cast a soulshaper spell, you can call a spirit to aid a creature you can see within 30 feet of you. Once before the end of their next turn, the creature can roll 1d8 and add the number rolled to one attack roll or damage roll they make. Alternatively, if the spell you cast was a soulshaper spell that restores hit points, you can call the spirit to add 1d8 to the number of hit points restored for one creature.

GUIDANCE OF THE SPIRITS

Starting at 10th level, whenever you expend a vision to grant an ally advantage on a roll, you can also end either the frightened condition or charmed condition on the target. Also, they regain hit points equal to 1d6 + your Wisdom modifier.

SUMMON SPIRIT

At 15th level, you can use your bonus action to summon a spirit from the Ethereal Plane, which appears in a space within 30 feet of you. The spirit is intangible and disappears after 1 minute. As a part of the bonus action used to summon it and as a bonus action on each of your turns thereafter, you can cause the spirit to affect one creature within 10 feet of it, choosing one of the following options:

Spectral Shield. The target gains temporary hit points equal to 1d8 + your Wisdom modifier, which last until the spirit disappears.

Decaying Touch. Make a melee spell attack against the target. On a hit, it takes necrotic damage equal to 1d8 + your Wisdom modifier.

Once you use this feature, you can't use it again until you finish a short or long rest.



DISCIPLINE OF WITCHCRAFT

Those who follow the Discipline of Witchcraft train and experiment with their abilities to manipulate the souls of others. Some do this to enhance their combat capabilities, while others do it to see how far they can push their powers. In either case, live subjects are required for their experiments, which tend to push these soulshapers into lives of reclusivity, where they experiment with rats and other vermin to explore their spiritual powers.

DISCIPLINE SPELLS

You learn a discipline spell at each of the levels listed.

SOULSHAPER LVL SPELLS	
2nd	<i>hideous laughter</i>
5th	<i>ray of enfeeblement</i>
9th	<i>animate dead</i>
13th	<i>blight</i>
17th	<i>dominate person</i>

BOUND FAMILIAR

At 2nd level, you learn to place magical bindings on the souls of animals in order to control them. As an action, you can choose a Tiny, non-hostile beast within 30 feet of you and bind it to your service. (This is likely to be a rat, raven, cat, or spider in Prismatic Falls). It becomes your familiar, abiding by all of the effects of the *find familiar* spell, except the familiar is a beast and you cannot choose to dismiss it forever. You can only have one animal bound this way at a time. If you use this feature again, the previous beast is no longer bound to your service.

Additionally, while you have such a familiar, you can cast the *animal messenger* spell on it as a ritual. This frees it from service as your familiar.

SPECTRAL BRAND

Also starting at 2nd level, you learn to curse creatures by placing brands on their soul. As a bonus action, you can place a spectral brand on a creature within 60 feet of you, which lasts for 1 minute. Whenever that creature makes an attack roll or saving throw, it must roll a d4 and subtract the number rolled from the result. If a creature with this brand drops to 0 hit points before the effect ends, you can use

a bonus action on a subsequent turn of yours to brand a new creature within range. Alternatively, you can use this bonus action to siphon energy from the target's soul. This ends your brand and causes you to regain hit points equal to 1d4 + your Wisdom modifier.

Once you use this feature, you can't use it again until you finish a short or long rest.

RUINOUS WITCHERY

Beginning at 5th level, whenever you cast a soulshaper cantrip, you can add your Wisdom modifier to one of its damage rolls. Additionally, whenever you use your action to cast a soulshaper spell of 1st level or higher, you can cause one of the targets to take force, radiant, or necrotic damage (your choice) equal to your Wisdom modifier. You can deal this damage even if the target wasn't affected by the spell.

SOUL SHACKLE

At 10th level, whenever you place a spectral brand, you can place it on two creatures instead of one, which must be within 15 feet of each other. Those creatures are then mystically linked for the duration, which affects them in the following ways:

- The creatures can't move further than 15 feet away from each other.
- Whenever one of the creatures is affected by a condition, except for the unconscious condition, you can force the other creature to make a Charisma saving throw. On a failure, that creature is also affected by the condition while it persists on the original target.
- Whenever one of the creatures takes damage, you can use your reaction to deal 1d6 damage of the same type to the other creature.

ELDRITCH CONTROL

At 15th level, when a creature you can see makes an attack, you can use your reaction to tug on their soul, forcing them to make a Charisma saving throw. On a failure, you redirect the attack to any other target of your choice within range that you can see.

You can use this feature twice. You regain all expended uses when you finish a short or long rest.



DISCIPLINE OF MANIFESTATION

Those who follow the Discipline of Manifestation are brawlers who focus on the ability to summon a physical incarnation of their soul. The incarnation they manifest is often an augmented representation of themselves; stronger, faster, with a magnificent appearance shaped by their core emotions.

DISCIPLINE SPELLS

You learn a discipline spell at each of the levels listed.

SOULSHAPER LVL SPELLS

2nd	<i>false life</i>
5th	<i>warding bond</i>
9th	<i>spirit guardians</i>
13th	<i>arcane eye</i>
17th	<i>arcane hand</i>

MANIFEST SOUL

When you choose this discipline at 2nd level, you gain the ability to manifest your soul as an ethereal guardian to fight for you. You can summon and dismiss this manifestation at will (no action required). Your manifestation occupies your space, is intangible, and grants you the following benefits while it is active:

Soul Strike. As an action, you can command your manifestation to strike, making a melee spell attack against a creature within 10 feet of you. On a hit, it deals damage equal to $2d6 +$ your Wisdom modifier. The damage type is force, radiant, or necrotic (your choice when you summon your manifestation). Your reach is considered to be 10 feet in regard to opportunity attacks. Whenever you make an opportunity attack, you can command your manifestation to make this attack against the target instead, in place of that attack.

The damage dice of this attack increases to $2d8$ once you reach 10th level and it increases again to $2d10$ once you reach 15th level.

Deflect. When a creature within 10 feet of you hits a melee attack against you or another creature within that range, you can use your reaction to reduce the damage the target takes by $1d8 +$ your proficiency bonus (to a minimum of 0 damage).

Brawn. While your manifestation is active, you can use your Wisdom modifier in place of your Strength modifier when making Strength checks and Strength saving throws.

SOUL SCOUT

At 2nd level, you gain the ability to send your soul manifestation out short distances to scout areas. As an action, you can turn your manifestation invisible and gain the ability to see through its eyes for the next 10 minutes. During this time, you are blind in regard to your own senses. You can use your action to control your manifestation, allowing it to manipulate objects. You can move your manifestation up to 30 feet each time you use it, and it can be a maximum of 60 feet away from you at any given time. Your manifestation can carry a maximum of 20 pounds.

You lose all of the benefits of your Manifest Soul feature while the manifestation is in this state. You can dismiss this state at any time (no action required), at which time your manifestation immediately returns to your space. Your manifestation drops anything it is holding before it returns.

SPIRIT BRAWL

At 5th level, when you use your action to command your manifestation to use its soul strike, you can command it to make two soul strikes instead of one.

Also, you can now command your manifestation to grapple or shove a target in place of one or both of its soul strikes, provided the target is within 10 feet. When you do, you make the required ability check in place of your manifestation.

BEATDOWN

At 10th level, you can command your manifestation to unleash a rapid flurry of strikes as an action. It makes three soul strikes, which you can individually direct against creatures of your choice within range. A target hit by one of these soul strikes must make a Constitution saving throw or be stunned until the end of its next turn.

Once you use this feature, you can't use it again until you finish a long rest.

FLASH STRIKE

At 15th level, your manifestation can move at an incredible speed. When a creature you can see makes an attack, you can use your reaction to immediately take an extra turn before the attack is resolved. During this extra turn, you can't use your movement, but you can use your Beatdown feature without expending its use.

Once you use this feature, you can't use it again until you finish a short or long rest.

DISCIPLINE OF SOULBLADES

Those who follow the Discipline of Soulblades specialize in manifesting their soul into spectral weaponry. The form of the weapons they conjure is often intricate and personal, driven by their core emotions. These soulshapers are often wanderers or thieves, who use their conjured soulblades to defend themselves when necessary.

DISCIPLINE SPELLS

You learn a discipline spell at each of the levels listed.

SOULSHAPER LVL SPELLS

2nd	<i>shield</i>
5th	<i>spiritual weapon</i>
9th	<i>haste</i>
13th	<i>freedom of movement</i>
17th	<i>antilife shell</i>

CONJURE SOULBLADES

At 2nd level, you learn how to conjure soulblades, weapons made out of spiritual energy that you draw from your soul. As an action, you can conjure up to two of these weapons. You choose the form of each weapon, which can be melee or ranged, from the weapon options you are using in your game. You are proficient with weapons you conjure this way, and you can use your Wisdom modifier, instead of Strength or Dexterity, for their attack and damage rolls. Whenever you conjure a soulblade, you choose whether it deals force, radiant or necrotic damage, which it deals instead of its regular damage type.

You can have a maximum of two soulblades active at a time. If you conjure a third one, the earliest one you created disappears. A soulblade you created also disappears if it is more than 5 feet away from you for 1 minute or more, if you dismiss the weapon (no action required), or if you die. At the end of your turn, you can choose to return any of your soulblades that are not in your possession back to into your hands.

When you make an attack with a soulblade, you can choose to do so with advantage. If you do, the soulblade is destroyed after the attack, regardless of if you hit or missed.

FIGHTING STYLE

Also at 2nd level, you adopt a style of fighting as your specialty. Choose a Fighting Style from those available to the Fighter class. You can't take the same Fighting Style option more than once, even if something in the game lets you choose again.

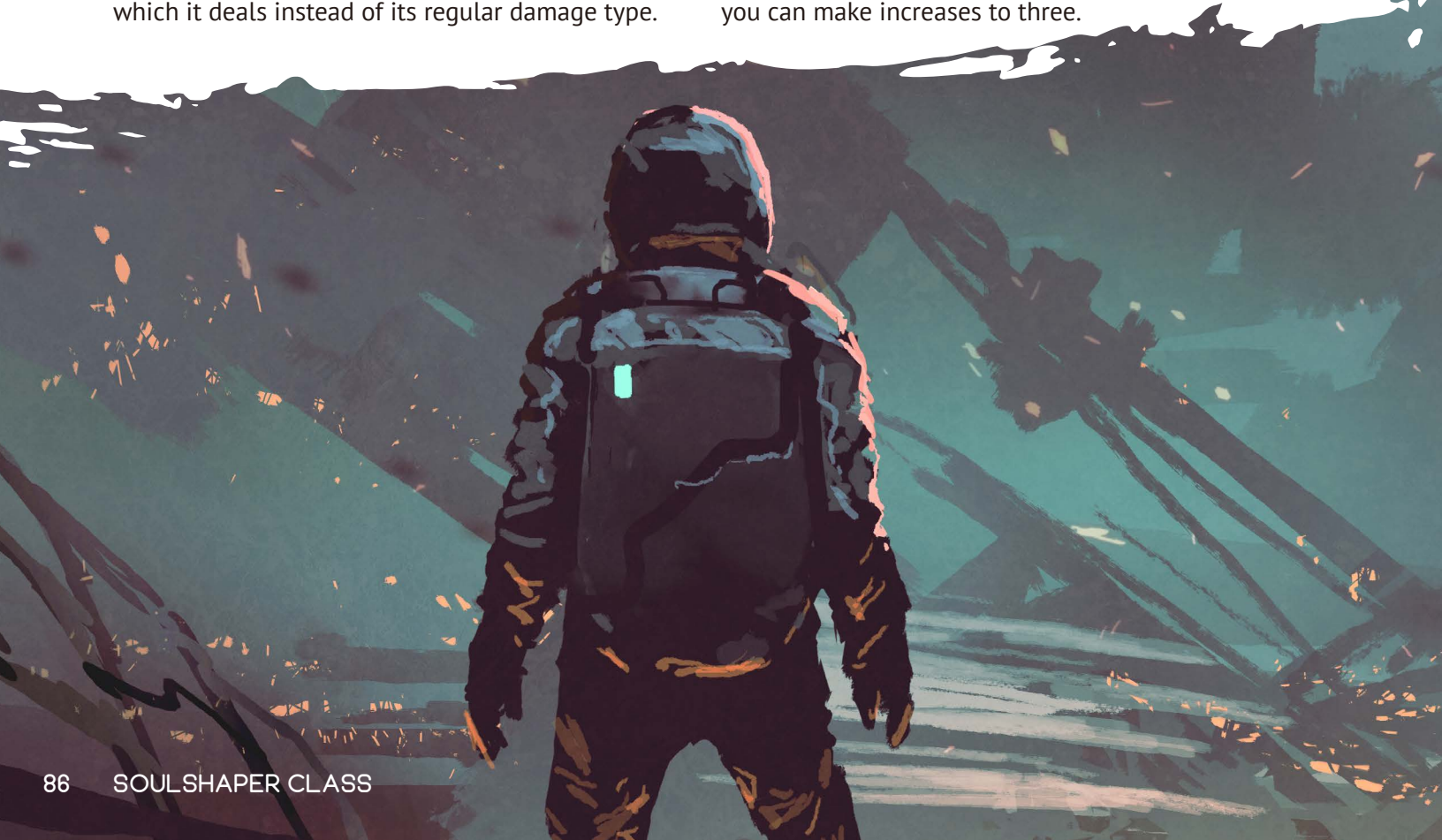
WANDERER'S POISE

Starting at 2nd level, you gain proficiency in the Deception, Intimidation, or Persuasion skill (your choice). Also, choose one of those skills. Whenever you make a check with it, you can use your Wisdom modifier in place of your Charisma modifier.

EXTRA ATTACK

Beginning at 5th level, you can attack twice, instead of once, whenever you take the Attack action on your turn and only attack with soulblades.

Once you reach 15th level, the number of attacks you can make increases to three.



BATTLE TRANCE

At 10th level, you enter a spiritual trance whenever you are maintaining concentration on a spell, granting you the following benefits:

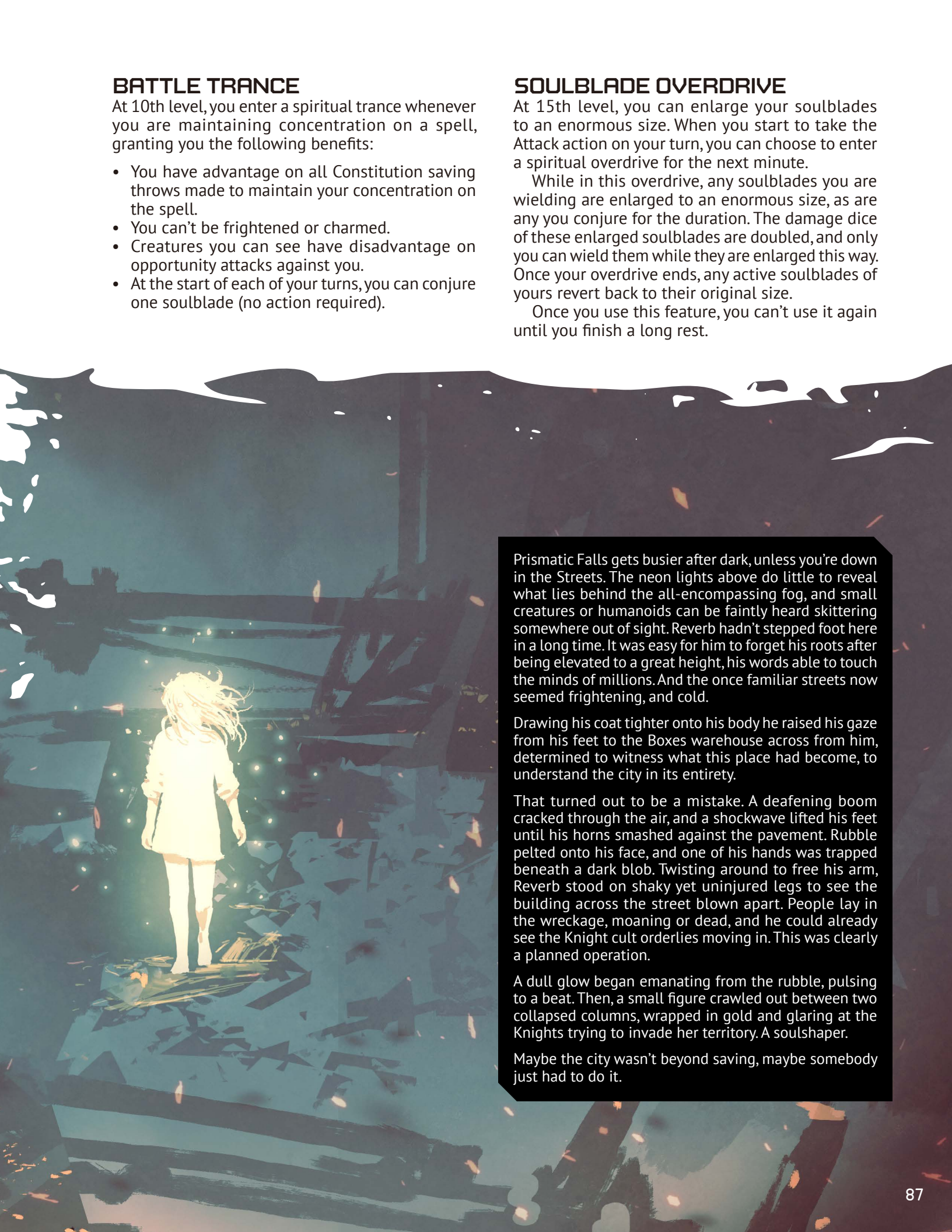
- You have advantage on all Constitution saving throws made to maintain your concentration on the spell.
- You can't be frightened or charmed.
- Creatures you can see have disadvantage on opportunity attacks against you.
- At the start of each of your turns, you can conjure one soulblade (no action required).

SOULBLADE OVERDRIVE

At 15th level, you can enlarge your soulblades to an enormous size. When you start to take the Attack action on your turn, you can choose to enter a spiritual overdrive for the next minute.

While in this overdrive, any soulblades you are wielding are enlarged to an enormous size, as are any you conjure for the duration. The damage dice of these enlarged soulblades are doubled, and only you can wield them while they are enlarged this way. Once your overdrive ends, any active soulblades of yours revert back to their original size.

Once you use this feature, you can't use it again until you finish a long rest.



Prismatic Falls gets busier after dark, unless you're down in the Streets. The neon lights above do little to reveal what lies behind the all-encompassing fog, and small creatures or humanoids can be faintly heard skittering somewhere out of sight. Reverb hadn't stepped foot here in a long time. It was easy for him to forget his roots after being elevated to a great height, his words able to touch the minds of millions. And the once familiar streets now seemed frightening, and cold.

Drawing his coat tighter onto his body he raised his gaze from his feet to the Boxes warehouse across from him, determined to witness what this place had become, to understand the city in its entirety.

That turned out to be a mistake. A deafening boom cracked through the air, and a shockwave lifted his feet until his horns smashed against the pavement. Rubble pelted onto his face, and one of his hands was trapped beneath a dark blob. Twisting around to free his arm, Reverb stood on shaky yet uninjured legs to see the building across the street blown apart. People lay in the wreckage, moaning or dead, and he could already see the Knight cult orderlies moving in. This was clearly a planned operation.

A dull glow began emanating from the rubble, pulsing to a beat. Then, a small figure crawled out between two collapsed columns, wrapped in gold and glaring at the Knights trying to invade her territory. A soulshaper.

Maybe the city wasn't beyond saving, maybe somebody just had to do it.

BACKGROUNDS

This section provides futuristic backgrounds for Crystalpunk characters, intended to be used in place of other preexisting options. Each one provides proficiencies, languages, and equipment. Some of these backgrounds also optionally provide spells in the place of other proficiencies, which is explained below. Spells noted with an asterisk* are new spells you can find in the Spells section on page 106.

BACKGROUND CANTRIPS

Many of the new backgrounds provide one or more cantrips. A character can choose to learn up to two of the listed cantrips by sacrificing one of the skill proficiencies granted by the background for each. The spellcasting ability for these cantrips is the same as the character's Spellcasting or Pact Magic feature, and is otherwise Intelligence if the character does not have either of those features.

BACKGROUND SPELLS

Many of the new backgrounds also provide one or more spells of 1st-level or higher. If a character has the Spellcasting or Pact Magic feature or will later attain either, they can choose to gain up to two of those spells by sacrificing one of the language or tool proficiencies granted by the background for each. If they do, the spells are added to one of their classes' spell lists. If a spell gained this way is already on one of those spell lists, the character instead learns that spell and it is always prepared for them.

SKILL REPLACEMENTS

Some of the skill proficiencies provided by these new backgrounds grant are replaced skills. See page 204 for more details.

BACKGROUND GEAR PACKS

The provided backgrounds grant Gear Packs, which takes the place of equipment. See page 101 for more details. Each character also gains a set of Casual Gear upon choosing any of these backgrounds.

CUSTOM BACKGROUNDS

A custom background can be created as usual—choose any one background feature, choose any two skills, and choose a total of two tool proficiencies or languages. You can also choose any cantrips for the background, as well as any spells of 1st to 3rd level, using proficiency replacement rules above. Finally, choose any two Gear Packs for the background.

ACADEMIC

You have spent many years studying and researching in a variety of fields. You may have enrolled in a university, taught at one, or undergone independent research. Regardless, you have a yearning for knowledge and will go to great lengths to learn about your passions.

Skill Proficiencies: Two of your choice from Arcana, History, Nature, and Religion.

Languages: Any two of your choice

Cantrips (each in place of a skill): *Search**, *Inscribe**
Spell (in place of a language): *Imbue Knowledge*

Gear Packs: Two of your choice

FEATURE: SAVANT

You have immense knowledge of a variety of areas from your academic study and research. You are more likely to be able to recall knowledge if you have researched or taught the topic. Also, if you do not know such information, you often know where you could obtain it.

ARTIST

You are a skilled artist in a particular creative field and extremely passionate about your craft. You may be a painter, a writer, musician, or follow any other creative career.

Skill Proficiencies: Perception, plus one of your choice from Performance, Sleight of Hand, and Acrobatics.

Tool Proficiencies: Artist's tools and one type of musical instrument

Cantrip (in place of a skill): *Guidance*
Spell (in place of a tool): *Holographic Image**

Gear Packs: Artist's tools or a performer's kit, as well as one other pack of your choice

FEATURE: VIRTUOSO

You are highly skilled and knowledgeable in your creative field, allowing you to effortlessly create interesting and appealing pieces. Such abilities may grant you sway with certain people in exchange for your creative services or simply through shared enthusiasm in your field.

CELEBRITY

You are a somewhat famous celebrity in a particular industry, such as fashion, music, or arcane radio. Regardless of how you reached this position—you are an entertainer, and have a personality suited towards it. You might have a familiar that follows you, as many celebrities do. If so, your fans might use the *channel senses* spell to tune into its senses to watch you live as an arcanocast.

Skill Proficiencies: Performance, Persuasion

Tool Proficiencies: Cosmetics kit or one type of musical instrument

Languages: One of your choice

Spells (each in place of a tool or language): *Find Familiar*, *Alter Self*

Gear Packs: Cosmetics kit or a performer's kit, as well as one other pack of your choice

FEATURE: POPULARITY

You are well known in your industry and some strangers may recognize you and know who you are. This popularity may open doors for you, such as to private parties and clubs, and might garner you more influence over those who are fans of your work.

CULTIST

You are a follower of one of the seven cults that run the city of Prismatic Falls and are involved in its corporate endeavors. Choose one of the cults found on page 137. You may serve any role in that cult, from a low ranking accountant to a high ranking executive. Regardless of your position, you spend your life in service of the god in which your cult worships, as well as the cult itself.

Skill Proficiencies: Religion, plus one of your choice from Deception, Intimidation, and Persuasion.

Languages: Celestial, plus one other of your choice

Cantrip (in place of a skill): *Thaumaturgy*

Spell (in place of a language): *Binding Contract**

Gear Packs: Prayer gear, as well as one other pack of your choice

FEATURE: CORPORATE

You are comfortable in the corporate environment and in conversing with high-level members of each cult. You are aware of common greetings and rituals, especially those of your own cult, and can more accurately determine the hidden motivations and meanings of corporate deals and exchanges.

CRIMINAL

You have lived most of your life on the wrong side of the law and are experienced in criminal activities.

You may have taken this path for a variety of reasons, such as necessity or greed, and you have connections to many others who have taken the same path, even if for different reasons.

Skill Proficiencies: Deception, plus one of your choice from Stealth, Sleight of Hand, and Streetwise.

Tool Proficiencies: Thieves' tools, as well as the disguise kit or poisoner's kit

Cantrip (in place of a skill): *Minor Illusion*

Spells (each in place of a tool): *Disguise Self*, *Knock*, *Mute**, *Invisibility*, *Pass without Trace*

Gear Packs: Thieves' tools, as well as the disguise kit or poisoner's kit

FEATURE: CRIMINAL NETWORK

You know a few major players in the criminal underworld. Through contacting these criminals, you may have access to useful information, such as police routes, or services such as money laundering.

VARIANT: OUTLAW

Your criminal endeavours may instead be focused on the harsh desert of the Scorching Frontier. These criminals are outlaws: they are tough and charismatic. If you choose this variant, replace the Deception proficiency the background grants with Intimidation.

DEALER

You have spent your life dealing narcotics, both the mundane and arcane kind, and pay no mind towards their legality. While you may not take such narcotics yourself, you are very knowledgeable on them, and may also be involved in their creation.

Skill Proficiencies: Nature, Streetwise

Tool Proficiencies: Alchemist's supplies, chemist's tools

Spell (in place of a tool): *Binding Contract**

Gear Packs: Alchemist's supplies, chemist's tools

FEATURE: SHADY DEALER

You are used to deals in the slums with questionably-lawful citizens. You are better at telling whether a stranger is under the influence, you know the best places to get your hands on narcotics, and you know the effects of the most common substances.

DETECTIVE

You are in the business of investigation—you may be a private investigator, a police detective, or some sort of vigilante. Either way, you are a seeker of the truth, compelled to uncover mysteries and bring those who have wronged to justice. No amount of danger will stop you from finding the answers you seek.

Skill Proficiencies: Insight, Investigation
Languages: Any two of your choice

Cantrips (each in place of a skill): *Search**, *Snapshot*
Spells (each in place of a language): *Reveal Secrets**,
Zone of Truth, *Visions of Old**, *Speak with Dead*

Gear Packs: Investigation gear, as well as one other pack of your choice

FEATURE: HARD-BOILED

You are experienced in dealing with criminals and liars, and have a keen sense for when a story isn't adding up. You are also innately distrustful—It is difficult to emotionally manipulate you with words.

DRIVER

You have spent your life as a driver, whether that be as a racer, a cab driver, or a vehicle enthusiast. You are in your element behind a steering wheel and are passionate about everything vehicle-related. You also may specialize in flying cars, airships, or boats.

Skill Proficiencies: Streetwise, Navigation
Tool Proficiencies: Any two types of vehicles (land, water, or air)
Gear Packs: Two of your choice

FEATURE: VEHICLE ENTHUSIAST

You have an immense knowledge of vehicles—which types excel at what, how they work, and where you might be able to get your hands on one. You also know the best places to get vehicles repaired, and might even be able to get a discount at those locations.

EXPLORER

You have lived your life as an explorer, traveling to distant lands in search of adventure and knowledge. You have a yearning to uncover the secrets of the past and are naturally curious wherever you go.

Skill Proficiencies: Nature, Navigation
Tool Proficiencies: Any one type of vehicle (land, water, or air)
Languages: One of your choice
Gear Packs: Pathfinder gear and survival gear

FEATURE: SURVIVOR

You are adept at surviving in the wilderness, having an immense knowledge of survival techniques which are now primitive to a modern civilization. You are much more likely to be able to survive and aid your allies in surviving in dangerous locations.

VARIANT: TRIBE MEMBER

You may have originated from a distant land, such as the Overgrowth, rather than traveling to such

locations to explore. If you choose this variant, replace the vehicle proficiency granted by the background with an exotic language of your choice.

FIXER

You have spent your life making deals with a variety of different clients, from simple criminals to the cults themselves. As a fixer, you are a middleman in deals and an information broker to those who need it.

Skill Proficiencies: Persuasion, Streetwise
Languages: Two of your choice

Cantrip (in place of a skill): *Search**

Gear Packs: Two of your choice

FEATURE: CONNECTIONS

You have facilitated missions between a variety of different groups and organizations. These connections might allow you to better pursue missions of your own and might also grant you insider knowledge on employers and groups with similar or opposing goals to yours.

LAW ENFORCEMENT

You are a member of the police force in Prismatic Falls, run by the Cult of the Knight. It is a violent city, and the job can be extremely difficult at times. Nevertheless, you have adapted to the chaos of the streets, and have devised the best methods to apprehend criminals... even if those methods are morally ambiguous.

Skill Proficiencies: Athletics, Perception
Languages: Any two of your choice

Spells (each in place of a language): *Command*, *Compelled Duel*, *Hold Person*

Gear Packs: Enforcement gear, as well as one other pack of your choice

FEATURE: VIGILANT

With experience on the force, you have a keen sense for when criminal activity is about to go down. Also, your connections to the force may grant you some lenience with the law if you are caught performing any small crimes.

VARIANT: KNIGHT

Rather than a member of the force in Prismatic Falls, you may be a knight from the Shattered Empire. Although you have the same capabilities, you would have worked in a very different culture and environment, and you may place significant value in one's honor and sense of nobility.



MANASLAVE

You are a manaslave, a worker from the slums who is paid only for their mana. You've spent much of your life in mana factories within the slums, slowly siphoning your mana through crystals to be later used by the rich folk above. While it doesn't pay well, it's the only job you could get.

Skill Proficiencies: Arcana, Persuasion

Tool Proficiencies: Runetech tools

Languages: One of your choice

Gear Packs: Two of your choice

FEATURE: COMPANIONS

Through your simple work, you have talked and made connections with many others of your kind. These citizens, while poor and often weak, are often loyal, and may be willing to aid you in a variety of ways.

MEDIA

You are a newsperson, reporter, or journalist—someone who seeks out interesting situations and strives to broadcast the truth to the world. Whatever the situation you are in, you take in all the facts you can, recording events through traditional methods or through magic. You may even have a familiar so viewers can tune in with the *channel senses* spell to watch the action live as an arcanocast.

Skill Proficiencies: Persuasion, Insight

Languages: Two of your choice

Cantrips (each in place of a skill): *Inscribe**, *Snapshot**
Spell (in place of a language): *Find Familiar*

Gear Packs: Two of your choice

FEATURE: THE SCOOP

You are experienced in finding stories wherever you go, drawn to the most interesting situations and people. You know the best places to go and the best people to ask to gather rumors and follow leads.

MECHANIC

You are a builder and repairer of arcane machinery; an expert at forging runes, fitting in arcane crystals, and installing Soul Batteries. You are inventive, resourceful, and not afraid to get your hands dirty.

Skill Proficiencies: Arcana, Sleight of Hand

Tool Proficiencies: Runetech tools, as well as tinker's tools or thieves' tools

Spells (each in place of a tool): *Identify*, *Break/Repair**

Gear Packs: Runetech tools, as well as tinker's tools or thieves' tools

FEATURE: RUNESMITH

From your work, you have an immense knowledge of magical machines and arcane tools. You are more likely to know why an arcane device does what it does or why it isn't working if it is broken. Additionally, you know the best places to buy such devices or get them repaired.

MERCENARY

You are a mercenary for hire, a skilled freelancer capable of completing a variety of difficult missions. You've spent a lot of time on such missions and are used to dangerous scenarios. You may specialize in a particular area, such as body guarding, infiltration, or hit jobs, but you'll often take whatever you can get.

Skill Proficiencies: Two of your choice among Acrobatics, Athletics, Intimidation, Perception, Stealth, and Streetwise.

Tool Proficiencies: Any one type of vehicle (land, water, or air) or thieves' tools.

Languages: One of your choice

Gear Packs: Pathfinding gear or a set of thieves' tools, as well as one other pack of your choice.

FEATURE: FREELANCER

Through your experience on missions, you've met many others in your line of work. You have connections to other mercenaries and fixers who may aid you with obscure information or recommended you for high paying missions.

MEDIC

You are a field medic and are often the first responder to any incident. You may have taken to this profession to save lives, make the city a slightly better place, or simply because the job fit your abilities. With swift magic or mundane healing as your tools, you have had the lives of many people in your hands.

Skill Proficiencies: Medicine, Perception
Tool Proficiencies: Chemist's tools or poisoner's kit
Languages: One of your choice

Cantrip (in place of a skill): *Spare the Dying*
Spell (in place of a language): *Cure Wounds*

Gear Packs: Medical gear, as well as one other pack of your choice

FEATURE: EMERGENCY SERVICE

While you have the tools to heal, sometimes your patients need more. You know the best places to go for magical healing, including resurrection. While both may have a heavy cost, you also have an easier time bargaining that cost down.

PUNK

You grew up on the streets, witnessing gang wars and fire fights throughout your life. Despite it being such a violent place, it is your home—and you've acquired a taste for a high-stakes, action-packed life. You may also be part of a gang in these streets, who you would be loyal to, as they would to you.

Skill Proficiencies: Streetwise, Intimidation
Tool Proficiencies: Thieves' tools, as well as any one type of vehicle (land, water, or air)
Gear Packs: Thieves' tools, as well as one other pack of your choice

FEATURE: STREET KID

You are in your element when you are on the streets. You have a good understanding of the local gangs and know the slang and lingo to converse with them without hostility. You may also be able to gain some favors from such gang members, though this often requires something in return.

RUNNER

You are a runner, a special agent who travels through the Ethereal Plane to retrieve information and scout out areas. You have spent a lot of time in this ghostly realm and are comfortable within it, though it may have subtle effects on your psyche.

Skill Proficiencies: Acrobatics, Stealth
Languages: Two of your choice
Spell (each in place of a language): *Jump*, *Ethereal Jaunt**
Gear Packs: Pathfinding gear, as well as one other pack of your choice

FEATURE: ETHEREAL SCOUT

You are experienced at navigating soul space, allowing you to traverse it with ease and spot details others

would miss. Additionally, you know the best places where you can have the *ethereal jaunt* spell cast on you or your allies, though it may come with a price.

SENTINEL

You are a sentinel, a defender against the dark. You have lived much of your life fighting back against the horrific creatures from the void, defending Prismatic Falls from living nightmares born from their own fears. It is a tough profession, filled with horrific sights and tough choices, and you have had to grow just as tough to survive. To learn more about living nightmares and the foundation that you work for, see page 228.

Skill Proficiencies: Perception, Religion
Languages: Two of your choice

Spells (each in place of a language): *Detect Evil and Good*, *Protection from Evil and Good*

Gear Packs: Any two of your choice

FEATURE: VOID HUNTER

You have tracked down many nightmarish creatures and vanquished just as many. You are adept at tracking such creatures, as well as following related leads—you know their general behavior and characteristics, though many still surprise you.

VARIANT: DEMON HUNTER

Rather than a hunter of nightmares, you may be a hunter of demons. Situated in the desert, these demon hunters are trained in capturing demons rather than killing nightmarish creatures, and send these demons off for use in large machines. If you choose this variant, choose Infernal for one of the two languages granted by this background.

SHAMAN

You are a shaman, a protector of the less fortunate in the slums of Prismatic Falls or similar places that are in need of aid. You are a guide for the lost and use magic or herbal remedies to ensure the safety of those who have none other to look out for them.

Skill Proficiencies: Two of your choice from Religion, Medicine, Nature, and Navigation
Tools: Alchemist's supplies or chemist's tools
Languages: One of your choice

Cantrip (in place of a skill): *Spare the Dying*
Spells (each in place of a tool or language): *Protection from Evil and Good*, *Augury*, *Lesser Restoration*

Gear Packs: Alchemist's supplies or chemist's tools, as well as one other pack of your choice.

FEATURE: RETURNING THE FAVOR

You have provided aid to many in the slums of Prismatic Falls and beyond. Many of those who you have helped will often be willing to return the favor, in whatever small ways they can.

VAGRANT

You have lived in the slums of Prismatic Falls for much of your life. Virtually homeless, you learned to provide for yourself and survive in the tough conditions present there.

Skill Proficiencies: Streetwise, Navigation

Tool Proficiencies: Any one of your choice

Languages: One of your choice

Gear Packs: Any two of your choice

FEATURE: SLUM SECRETS

Having lived in the slums, you know your way around the bowels of the city—secret passages, places to hide, and people to go to for aid.

VENDOR

You are in the business of sales—you may be a shop owner, a bartender, or a salesman. You are experienced in the art of the sale and excel at handling customers.

Skill Proficiencies: Persuasion, Insight

Tool Proficiencies: Any one of your choice

Languages: One of your choice

Cantrip (in place of a skill): *Prestidigitation*

Gear Packs: Any two of your choice

FEATURE: HAGGLING

You are experienced with buying and selling goods, knowing just the right words to give you an inch more in each negotiation. You are more likely to get a better price for anything you buy and sell.

SPELLWORKER

You are a spellworker, a common laborer who uses the power of spells to perform a specific set of tasks. These tasks, as well as the spells required to perform them, vary from spellworker to spellworker—each is specialized in their own field of work.

REQUIREMENT: SPELLCASTING

To choose this background, you must have the Spellcasting feature, Pact Magic feature, or the Mana Technician feat. If you have the Mana Technician feat, any spells of 1st-level or higher gained from this background can be ritual cast through that feat as if it was a programmed spell.

Skill Proficiencies: Any one Intelligence, Wisdom, or Charisma skill of your choice, as appropriate for your spellworker specialty.

Tool Proficiencies: Any one type of artisan's tools

Cantrip: One from your specialty

Spells: One from your specialty, or two (with the extra one in place of your tool proficiency). All specialties can also optionally choose *find familiar* or *phantom steed* in addition to the spells they normally grant.

Gear Packs: Any two of your choice

SPECIALTY

Choose a specialty from the table below, which determines the spells this background can grant.

SPECIALTY	CANTRIP	SPELLS OF 1ST+
Arcanocaster	<i>thaumaturgy</i>	<i>minor illusion</i> , <i>channel senses</i> *
Advertiser	<i>inscribe</i> *	<i>holographic image</i> *, <i>magic mouth</i>
Chef	<i>prestidigitation</i>	<i>create food and water</i>
Cleaner	<i>prestidigitation</i>	<i>minor telekinesis</i> *
Communicator	<i>message</i>	<i>comprehend languages</i> , <i>distant meeting</i>
Construction	<i>mending</i>	<i>break/repair</i> *, <i>levitate</i> , <i>stasis</i> *, <i>pocket dimension</i> *, <i>warm/chill</i> *
Diviner	<i>guidance</i>	<i>augury</i> , <i>speak with dead</i>
Entertainer	<i>minor illusion</i>	<i>visions of old</i> *, <i>major image</i>
Farmer	<i>druidcraft</i>	<i>plant growth</i>
Lighter	<i>light</i>	<i>continual flame</i>
Locksmith	<i>inscribe</i>	<i>arcane lock</i> , <i>knock</i>
Courier	<i>inscribe</i>	<i>find familiar</i> , <i>imbue knowledge</i> *, <i>animal messenger</i>
Doctor	<i>spare the dying</i>	<i>lesser restoration</i> , <i>remove curse</i>
Miner	<i>mending</i>	<i>minor telekinesis</i> *, <i>break/repair</i> *
Psychopomp	<i>spare the dying</i>	<i>capture soul</i> *
Security	<i>snapshot</i> *	<i>visions of old</i> *

*a new *Crystalpunk* spell, see page 106.

FEATURE: EMPLOYEE

As a spellworker, you are employed to a particular organization, often a cult itself. Your abilities are valuable and your employer can often provide you with a variety of different amenities and services.



EQUIPMENT

Equipment in the world of Crystalpunk is advanced; weaponry, armor, and tools are magically infused, and arcane firearms are extremely common. The following sections detail the equipment options available for characters, all of which are geared towards an advanced, magic-fueled world.

STARTING EQUIPMENT

Regardless of class, each character starts with the same set of starting equipment, which is as follows:

- Any two weapons you are proficient in, or any one and a shield, if proficient.
- A set of armor you are proficient in, if any.
- A spellcasting focus you can use, if any.
- Two gear packs (see page 100) provided by your background and a set of Casual Gear.
- A gem case containing 1d100 x 5 gp.
- A set of starter magic items, detailed to the right.

The party may also collectively start with a cheap vehicle. See the Vehicles section on page 209 for more on that.

STARTER MAGIC ITEMS

Each character starts with three special magic items that don't take up any of their normal magic item slots (a new rule found on page 206). They are as follows:

- A **meeting stone**, which you can find under magic items later in this section, which is essentially a primitive magical cell phone.
- A **bag of holding**, which can take the form of a backpack, a purse, or any other type of bag. It is specially designed, making it physically unable to enter other extradimensional spaces.
- Any one **non-consumable common item**, some options for which can be found under magic items later in this section. This item may take the form of a magical prosthetic, some Antimagic Shackles, a basic magic weapon, or a Journal Stone.

If you are using the Magic Item Slot rules found on page 206, your GM can also rule that your starting equipment includes enough basic magic items to fill up all of your magic item slots for your starting level.

RACE PROFICIENCIES

Here are a few changes to the traits of dwarves and elves, required for the new armor and weapon rules.

DWARF

Your dwarf character's traits are adjusted as follows.

Dwarvish Weaponry (Replaces the Dwarven Combat Training trait). You have proficiency with any three melee weapons of your choice that lack the two handed property.

Armor Adept (Extra trait). While wearing heavy armor, you can treat your Strength modifier as +3 for the purposes of determining your AC if it is below that.

ELF

Your elf character's traits are adjusted as follows.

Elvish Weaponry (Replaces the Elf Weapon Training trait). You have proficiency in any two melee weapons of your choice that lack the two-handed property, as well as any one ranged weapon of your choice.

CRYSTALPUNK CASH

In Crystallpunk, money comes in the form of gem pieces. For more on that, see page 10. When pricing goods and services in Aysta, a good rule of thumb is to treat 1 gp as 1 dollar, and 1 cp as 1 cent.

ARMOR AND SHIELDS

An entirely new set of armor options are introduced in this section, all of which can be found in the table below. To determine the total AC a piece of armor grants, take the Base Armor Class listed in the Armor table and add its relevant modifier of yours, also listed in the Armor table.

Once a character reaches 5th level, the base AC of medium and heavy armor increases as shown in the Armor table, representing your character's increased proficiency in them.

When using these armor options, druids can wear all pieces of light armor and the tactical vest, as well as wield a tactical shield, provided it is one specially made out of wood.

ARMOR & SHIELD PRICES

Here is what new sets of armor and shields cost.

Light Armor: 50 gp

Medium Armor: 100 gp

Heavy Armor: 300 gp

Shields: 50 gp

ARMOR AND SHIELDS

ARMOR	- BASE ARMOR CLASS -		MODIFIER	STEALTH
	1ST - 4TH	5TH+		
LIGHT ARMOR				
Leather Jacket	12	12	+ Dexterity	—
Thick Coat	13	13	+ Dexterity	Disadvantage
MEDIUM ARMOR				
Tactical Vest	13	14	+ Dexterity (max 2)	—
Plated Vest	14	15	+ Dexterity (max 2)	Disadvantage
HEAVY ARMOR				
Carbon Plate	12	14	+ Strength (max 3)	—
Assault Suit	13	15	+ Strength (max 3)	Disadvantage
SHIELD				
Tactical Shield	+2	+2	—	—



PLATED VEST



TACTICAL SHIELD

WEAPONS

An entirely new set of weapons are introduced in this section, all of which can be found in the Weapons table on the next page.

The weapons provided are all unique in properties to each other—treat the provided weapons as examples rather than an exact list. Feel free to adjust the form of a particular weapon and its damage type, provided the new type is bludgeoning, piercing, or slashing. For example, a pulse blade could be a pulse hammer that deals bludgeoning damage instead of slashing.

Whenever a feat or class feature requires a specific weapon to be used, choose a weapon or weapons from the list that has similar properties. When deciding which weapons should be applicable in each case, try to include as many relevant weapons as possible, even if the original list of weapons for the feature is restrictive.

The heavy property is not present in this set of weapons, as the magic that drives these weapons allows them to adapt and be used by small creatures. For the purpose of feats and other game mechanics that reference heavy weapons, all two-handed martial weapons count as having the heavy property.

Lastly, despite the fact that some of these weapons, such as the enchanted edge, utilize magic to function, they are not considered to be ‘magic items’ for the purpose of game mechanics.

WEAPON PRICES

Here are the price ranges for the new weapons.

Simple Melee Weapons: 5–25 gp

Simple Ranged Weapons: 25–50 gp

Martial Melee Weapons: 50–100 gp

Martial Ranged Weapons: 100–200 gp

NEW WEAPON PROPERTIES

Here are some new weapon properties, introduced with the new set of weapons.

Arcanic. Arcanic weapons fire bolts of arcane energy without expending ammunition, instead drawing some mana from the user and expelling it as a powerful arcane blast. You can use a weapon that has the arcanic property to make a ranged attack, using the range in parentheses after the property. Despite their magical nature, arcanic weapons do not bypass resistance or immunity to nonmagical damage, unless they are a magical weapon.

Close-quarters. When making a ranged attack with a close-quarters weapon against a target within 5 feet, you don’t suffer disadvantage on the attack roll as a result of being in close combat.

Defender. Weapons with the defender property also count as shields, though they only grant a +1 bonus to AC. You can benefit from only one weapon with the defender property or one shield at a time. Making an attack with any weapon that lacks the defender property changes your stance, preventing you from gaining the AC bonus of a defender weapon until the start of your next turn.

SPREAD WEAPONS

Four new properties are introduced in this section: **pierce**, **burst**, **erupt**, and **cleave**. Weapons with these properties are all classified as *spread weapons*. When taking the attack action with one of these weapons, you can make a special attack that hits multiple creatures. If you’re able to make multiple attacks with the attack action, this attack replaces one of them. When you make this special attack, you can force all creatures within a specific area, as detailed below, to make a Dexterity saving throw (DC = 8 + your normal attack roll modifier for the weapon).

Pierce. Creatures in a 1-foot wide line towards a target location within the weapon’s normal range.

Burst. Creatures in a 10-foot cube originating from a target location within the weapon’s normal range.

Erupt. Creatures in a 15-foot cone originating from the weapon in a direction of your choice.

Cleave. Creatures of your choice within 5 feet of you.

On a failed save, a creature takes the damage listed in the parentheses next to the property, plus your ability modifier. You also add any other static damage bonuses that apply to your weapon’s damage roll, such as from rage, a fighting style, or a +1 weapon (but not any extra dice).

When a creature fails their saving throw against one of your spread attacks, it counts as a successful hit for features and items (but not spells) that trigger on a hit weapon attack. When you use such effects, apply them to all targets that failed their saving throw and that would have been eligible if you had hit a normal attack with the weapon against them. If the feature or item adds extra damage in the form of dice—such as Sneak Attack, Divine Smite, or the Weaponforger’s Weapon Mods, roll one less damage die than usual when triggering those features this way (a minimum of one extra die).

CUSTOM SPREAD WEAPONS

You can add one of the spread properties to other weapons—if you do, their spread damage dice should be one step down from the weapon’s normal damage dice (e.g. d8 becomes a d6, 2d6 becomes a d10). You should also consider adding an ability score requirement to the weapon if you do so. Also, for any the provided weapons, feel free to switch which spread property they have to a different one.

WEAPONS

NAME	DAMAGE	TYPE	REQUIREMENT	PROPERTIES
SIMPLE MELEE WEAPONS				
Knife	1d4	piercing	—	Finesse, light, thrown (20/60)
Chain	1d4	bludgeoning	—	Reach
Machete	1d6	slashing	—	Finesse
Baton	1d6	bludgeoning	—	Light
Axe	1d6	slashing	—	Thrown (20/60), versatile (1d8)
Scythe	1d8	slashing	—	Defender, two-handed
Big Pipe	1d8	bludgeoning	—	Reach, two-handed
Sport Bat	1d10	bludgeoning	—	Two-handed
SIMPLE RANGED WEAPONS				
Scrap Pistol	1d4	piercing	—	Arcanic (20/60)
Scrap Rifle	1d6	piercing	—	Arcanic (30/120), two-handed
Scraptech Sniper	1d8	piercing	Int 11	Arcanic (60/240), two-handed
MARTIAL MELEE WEAPONS				
Arcatech Chains	1d4	bludgeoning	—	Defender, light, reach
Battle Glove	1d6	bludgeoning	—	Defender, light
Sabre	1d6	slashing	—	Finesse, light
Throwing Knife	1d6	piercing	—	Finesse, thrown (30/120)
Katana	1d6	slashing	—	Finesse, versatile (2d4)
Pulse Gauntlet	1d6	bludgeoning	—	Light, reach
Combat Axe	1d6	slashing	—	Light, thrown (30/120), versatile (1d8)
Pulse Blade	1d8	slashing	—	Defender, reach, two-handed
Tactical Sword	1d8	slashing	—	Defender, versatile (1d10)
Dueling Blade	1d8	piercing	—	Finesse
Sledgehammer	1d10	bludgeoning	—	Defender, two-handed
Arcatech Scythe	1d10	slashing	—	Reach, two-handed
Sawblade Axe	1d12	slashing	—	Two-handed
Arcatech Hammer	2d6	bludgeoning	—	Two-handed
Arcatech Wire	1d4	slashing	Int 11	Finesse, light, reach, versatile (1d6)
Sorcerfice Sabre	1d8	slashing	Wis 11	Finesse, cleave (1d6)
Enchanted Edge	2d4	slashing	Str 11	Defender, finesse, two-handed
Arcatech Shield	1d10	bludgeoning	Int 11	Defender, two-handed, erupt (1d8)
Runetech Cannon	1d10	bludgeoning	Int 11	Reach, two-handed, pierce (1d8)
Propulsion Spear	1d10	piercing	Int 11	Two-handed, thrown (30/120)
Arcatech Lance	1d12	piercing	Dex 11	Reach, two-handed, special
Runetech Chainsaw	2d6	slashing	Int 11	Two-handed, cleave (1d10)
Arcatech Blade	3d4	slashing	Str & Dex 13	Two-handed
MARTIAL RANGED WEAPONS				
Runetech Pistol	1d4	piercing	—	Arcanic (30/120)
Scattershot	1d8	bludgeoning	—	Arcanic (20/60), close-quarters, two-handed
Precision Rifle	1d8	piercing	—	Arcanic (80/320), two-handed
Street Sidearm	1d6	piercing	Cha 11	Arcanic (30/120), burst (1d4), special
Shielded Rifle	1d6	piercing	Int 11	Arcanic (80/320), defender, two-handed, burst (1d4)
Runetech Rifle	1d8	piercing	Int 11	Arcanic (120/480), two-handed, pierce (1d6)
Runetech Shotgun	1d8	bludgeoning	Str 11	Arcanic (20/60), close-quarters, two-handed, erupt (1d6)
Arcatech Railgun	1d10	piercing	Dex & Int 13	Arcanic (150/600), two-handed
Superheavy Shotgun	1d10	bludgeoning	Str & Dex 13	Arcanic (30/120), close-quarters, two-handed

SPECIAL WEAPONS

Weapons with special rules are described here.

Arcatech Lance. You have disadvantage when you use an arcatech lance to attack a target within 5 feet of you. While you are mounted, the arcatech lance only requires one hand to wield and it gains the pierce (1d10) property.

Street Sidearm. You cannot make an attack with a street sidearm while wielding a shield. If your other hand is free while wielding a street sidearm, it gains the defender property.

WEAPON REQUIREMENTS

Some weapons require specific capabilities to be used effectively. If the Weapons table shows an ability score and a value in the Requirement column for a weapon, such as “Int 11”, the wielder is required to have an ability score equal to or higher than the listed score in the relevant ability. If the wielder doesn’t, they have disadvantage on attack rolls when using the weapon, and if the weapon is a spread weapon, they cannot use its special attack.

CLASS PROFICIENCIES

Certain classes have replacements for their usual weapon proficiencies when using Crystalpunk weapons in your game, which are listed below. A class not mentioned here has no changes.

Bard: Simple weapons, throwing knives, sabres, dueling blades, street sidearms

Druid: Knives, axes, scythes, sabres, sorcerfice sabres

Monk: Simple weapons, as well as katanas and sabres, which are both monk weapons.

Rogue: Simple weapons, sabres, throwing knives, katanas, dueling blades, sorcerfice sabres, runetech pistols, street sidearms

Sorcerer: Knives, scythes, scrap rifles

Wizard: Knives, scythes, scraptech snipers

FIGHTING STYLES

Here are four new fighting styles options available to fighters, paladins, and rangers.

CROWD CLEARER

When you use the special attack of a spread weapon, creatures take half as much damage on a successful save, rather than none. This does not count as a hit weapon attack against those creatures.

Additionally, the area of the special attacks you make with spread weapons is increased: piece’s line is now 5-foot wide, burst is now a 15-foot cube, erupt is now a 20 foot cone, and cleave is now all creatures of your choice within 10 feet of you.

DEFLECTION

When a creature you can see attacks you, you can use your reaction to impose disadvantage on the attack roll, attempting to parry the strike. You must be wielding a weapon with the defender property to use this reaction.

RESOURCEFUL

You ignore the ability score requirements for all weapons you are proficient in. Also, you gain a +1 bonus to attack rolls with all weapons that don’t already benefit from a Fighting Style you have.

SKIRMISHER

After you make a weapon attack against a creature further than 5 feet away from you, your movement speed increases by 10 feet until the end of the turn. Additionally, you can add your proficiency bonus to your initiative rolls.

REVERB

Hello Prismatic Falls! This is your host Reverb, with the high-noon showdown hour. Today I have the blinding honor of introducing Mr. Six Wings, The Halo, Proprietor of Runes and Relics, and Master of Futuristic-Chic if that spotless suit is anything to go by- Oh wow, do people actually call him that? Welcome to my show, TerrorFloof! I couldn’t help but hear you have been butting heads with the Contractor cult once more, I must ask, why the constant animosity? A glowing passion for smiting evil?

TERROR FLOOF

Those who believe in morality over money cannot abide its opposite, my well-spoken friend. Our businesses are in conflict, and in the line of work we provide, offers that cannot be refused have become standard.

REVERB

Divisive! Picking a fight on my show with the big shots? A gift to my ratings. I do hear they’ve been calling you a penthouse angel that only looks on from on high, and that you were quite upset about their Binding Contracts. But do you not do the same? Offers you can’t refuse, and all that?

TERROR FLOOF

Binding contracts written in blood differ from what R&R offers. We trade in needs and musts. There is good that needs doing, and good that needs doing deserves the tools to get necessities done. At R&R, when you get the tool, you get the task. Finish the task, and return the tool. Easy, clean, no difficult questions asked, even if it may have gotten a bit dirty on the way back home...except perhaps in the case of a smiting, given my glowing passion.

REVERB

O-ho! Well ladies and gentlemen if my guest’s words keep cutting as sharp as his products do, we are going to have a very spicy interview. More to come after this small intermission!

– THE RAINY REPORT WITH REVERB



RUNETECH RIFLE



RUNETECH PISTOL



RUNETECH SHOTGUN



ARCATECH HAMMER



ARCATECH BLADE

GEAR

All items other than weapons, armor, spellcasting focuses and magic items are now categorized under gear packs. These gear packs are a set of items that all pertain to a specific purpose. The exact contents of each pack is not absolute—if you think it should contain an item and your GM agrees, the pack contains that item. As such, most items which your character carries are abstracted, and specific amounts of these items are not tracked.

A character can carry a maximum of two gear packs on their person at a time. If a character has a Strength Score of 13 or higher, they can carry three gear packs at a time instead. Casual Gear does not count towards the maximum number of gear packs a character can carry.

Some of these gear packs are also tools, which abide by their normal rules in addition to being a gear pack and having its properties. A character can only make a skill check and have the option to be proficient with these types of gear packs.

Lastly, feel free to come up with custom gear packs if they would better fit your character. Discuss with your GM to determine what it could include.

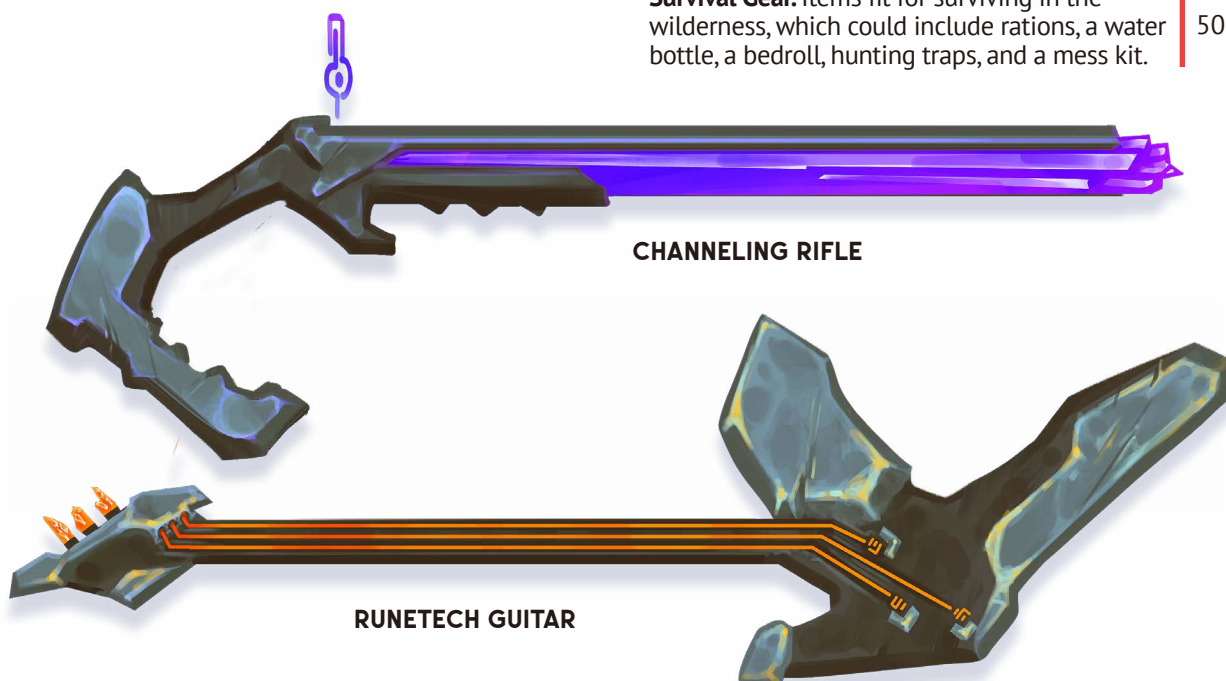
WHY USE PACKS?

Crystalpunk uses gear packs to simplify and abstract mundane equipment, as gritty resource tracking isn't a focus of Crystalpunk games. Also, most mundane items can be very easily be acquired from vendors within the city, making tracking them a bit trivial.

GEAR PACKS

Here are the gear packs, split into those that are not treated as tools—regular packs, and those that are—tool packs. The following tables also provide some ideas of what you could find in each pack.

REGULAR PACKS	COST
Casual Gear. A set of items used in your day to day life, which could include an arcane watch, a crystal flashlight, clothes, and an umbrella.	50 gp
Demolition Gear. Items fit for demolition, which could include a crowbar, a sledgehammer, tiny magical explosives, and a set of pliers.	100 gp
Enforcement Gear. Items fit for an enforcer, which could include handcuffs, a gas mask, a helmet, and a battering ram.	50 gp
Gambling Gear. Items fit for a gambler, which could include sets of dice, playing cards, and game tokens.	10 gp
Investigation Gear. Items fit for an investigation, which could include gloves, a magnifying glass, and measuring equipment.	25 gp
Medical Gear. Items fit for tending wounds, which could include bandages, stitches, needles, salves, and splints. If you have medical gear, you have advantage on any Wisdom (Medicine) checks made to stabilize a creature that has 0 hit points.	50 gp
Mining Gear. Items fit for a miner, which could include an arcane pickaxe, a shovel, a hammer, and a duster.	25 gp
Pathfinding Gear. Items fit for a scout, which could include a rope, a grappling hook, binoculars, and other tools for climbing.	50 gp
Prayer Gear. Items used in prayers and rituals, which could include an amulet, a reliquary, candles, and a prayer book.	10 gp
Survival Gear. Items fit for surviving in the wilderness, which could include rations, a water bottle, a bedroll, hunting traps, and a mess kit.	50 gp



TOOL PACKS

COST

ARTISAN'S TOOLS

Alchemist's Supplies. Items fit for an alchemist, which could include beakers, stirring rods, and alchemical ingredients.

Armorer's Supplies. Equipment for crafting and repairing armor, which could include hammers, tongs, and spare sheets of metal.

Artist's Tools. Equipment fit for an artist, which could include a sketchbook, brushes, writing equipment, and cans of spray paint.

Chemist's Tools. A set of items for creating narcotics, which could include glass flasks, solvents, and containers.

Runetech Tools. Equipment fit for a magitech engineer, which could include carving tools, crystals, and spare bottles of mana.

Tinker's Tools. Equipment fit for repairs and tinkering, which could include a variety of hand tools, spare screws, small metal parts, and a whetstone.

Cosmetics Kit. A set of items to prepare yourself for the stage, which could include makeup, a hand mirror, and perfume.

Disguise Kit. A set of items to change your appearance entirely, which could include a wig, glasses, a mask, and pieces of clothing.

Performer's Kit*. Items fit for a musical performance, which includes a musical instrument, and also could include an arcanic amplifier and a set of trendy clothes.

Poisoner's Kit. A set of items for creating poisons, which could include glass vials, dangerous chemicals, foul ingredients, and stirring rods.

Thieves' Tools. A set of items fit for a thief, which could include gloves, lock picks, pliers, and scissors.

Vehicles (Land, Water, or Air). Proficiency in one of these vehicle 'gear packs' allows you to better drive vehicles. See the Vehicles section on page 209 for more details.

**proficiency in at least one musical instrument grants you proficiency in the performer's kit*



ARCANE WATCH

SPELLCASTING FOCUSES

Here are some spellcasting focuses for spellcasters to choose from.

SPELLCASTING FOCUSES

COST

Component Pouch

25 gp

ARCANE FOCUSES

Arcane Crystal

25 gp

Arcane Rod

10 gp

Channeling Pistol

50 gp

Channeling Rifle

50 gp

Revolving Bracelet

25 gp

Spellbook (wizard only)

50 gp

HOLY SYMBOLS

Amulet

5 gp

Scepter

10 gp

Runic Symbol (on clothes or on a shield)

5 gp

DRUIDIC FOCUSES

Wooden Gauntlet

5 gp

Wooden Staff

5 gp

MUSICAL INSTRUMENTS*

Runetech Guitar

100 gp

Portable Synthesizer

100 gp

Vocal Amplifier

100 gp

Voltaic Bass

100 gp

**one musical instrument is always included in the performer's kit*

ARCANE ARTILLERY

Sorcerers, Warlocks, and Wizards gain access to two firearm style spellcasting focuses, the Channeling Pistol and the Channeling Rifle. These are often used to sling spells in the style of shooting with firearms. Here are some examples of spells that work well with this flavor of casting.

Blasts: Fire Bolt, Eldritch Blast, Ray of Frost

Bursts: Thunderwave, Fireball, Lightning Bolt

Rapid-Fire: Magic Missile, Scorching Ray

OPTIONAL RULE: POTENT FOCUS

When a spellcaster wields their spellcasting focus in two hands, your GM can rule that it grant them a 50% range increase on spells they cast through it, up to a maximum of a 30 feet increase. This should not apply to spells with a range of Self or Touch.

MAGIC ITEMS

Here are some new magic items that could be included in your game. These items are intended to be used along with the Magic Item Slot rules found on page 206, but can also be used independently. If using those rules and playing a Crystalpunk game, all of the following items can be purchased in Prismatic Falls without much difficulty.

A few of these items are **Arcane Prosthetics**. These magical body part replacements attach to the body in places where a part was lost, drawing mana from the user in order to operate. These prosthetics must be installed over a period of 1 hour by using a set of Runetech Tools. Removing the prosthetic safely takes the same amount of time.

ANTIMAGIC SHACKLES

Wondrous item, common

You can use an action to place these shackles on an unconscious creature. The shackles adjust to fit a creature of Small to Large size. In addition to serving as mundane manacles, the shackles prevent a creature bound by them from casting spells, using magic items, or using any magical abilities.

You and any creature you designate when you apply the shackles can use an action to remove them. Once per day, the bound creature can make a DC 30 Strength (Athletics) check. On a success, the creature breaks free and destroys the shackles.

CANTRIP PROSTHETIC

Wondrous item, common

This mechanical prosthetic replaces the specific body part it was made for, such as a finger, an arm, a leg, or an eye. It mimics all functions of that body part. Additionally, this prosthetic is programmed to cast one cantrip from any class. You can cast the cantrip using this prosthetic as the spellcasting focus while its attached to you, using your spellcasting ability if you have one, or Intelligence otherwise.

EVOLUTIONARY PROSTHETIC

Wondrous item, uncommon (requires attunement)

This mechanical prosthetic replaces the specific body part it was made for, such as a finger, an arm, a leg, or an eye. It mimics all functions of that body part. Additionally, this prosthetic contains one upgrade from the evolutionist class (see page 72). You gain the benefits of the upgrade while this prosthetic is attached to you and you are attuned to it, even if you don't meet the upgrade's augmentation prerequisites. If the upgrade has a level prerequisite, you must have that many levels in the evolutionist class to attune to this prosthetic. If the upgrade requires a target to make a saving throw, the DC equals 8 + your proficiency bonus + your Constitution modifier.

FUTURISTIC MAGIC ITEMS

Crystalpunk magic items are futuristic; made in a modern era where they are manufactured and produced at large scales rather than found as ancient artifacts in old ruins. The process of creation is different for each magic item, but it most commonly involves imbuing mundane items with a large amount of mana.

When playing Crystalpunk games, you should re flavor most of the base magic items to represent this advancement in magical technology. For example, Potions of Health could be health stims, +1 Weapons could be mechanically augmented or infused with mana, and Belts of Giant Strength could be much larger, akin to a suit of power armor.

For base magic items that reference a specific type of weapon, choose any other weapon from the options provided earlier in this section. Also, as there are not many ranged magic item options in the game, adjust some of the base melee magic weapons to also work as ranged magic weapons. For example, a Sun Blade could be a runetech rifle instead of a longsword, acting as a radiant energy blaster.

JOURNAL STONE

Wondrous item, common

This small stone inscribed with a magical rune can hold up to 100 gp of raw mana. While holding the rune, you can use your action to expend 5 gp worth of mana from the stone and cast the *imbue knowledge** spell, using the stone as the target and the material component.

When a creature uses their action to receive thoughts from the stone, they first magically envision a dated catalogue of all thoughts inside the stone, in which they can choose which to view.

If you have a canister of raw mana on hand, you can refill the journal stone by pouring raw mana into the rune, which usually takes a minute or two.

**a new Crystalpunk spell, see page 110.*

MAGICAL GRENADE SET

Wondrous item, uncommon or rare

This set of 4 magical grenades consist of small, spherical crystals that hold immense arcane power. There are many types of these grenades, and this set can consist of entirely one type or a mix of any of the available options.

You can use your action to throw a grenade up to 60 feet. The grenade explodes on impact and is destroyed. Each creature in a 10-foot radius sphere of where the grenade landed must succeed on a saving throw, the type of which depending on the grenade, or suffer effects based on the thrown grenade. The DC for the saving throw is equal to 8 + your proficiency bonus + either your Strength or Dexterity modifier (your choice). Each type of grenade and their effects are on the next page, which varies based on this item's rarity.

Arcane Explosive (Dex Save). A target takes 3d6 (uncommon) or 7d6 (rare) force damage on a failed save, or half as much on a successful saving throw.

Antimagic Explosive (Dex Save). A target takes 2d6 (uncommon) or 6d6 (rare) lightning damage on a failed save, or half as much on a successful saving throw. On a failed save, a target is also unable to cast spells or use magic items until the end of their next turn.

Terror Bomb (Wis Save). A target takes 1d6 (uncommon) or 3d6 (rare) psychic damage on a failed save and is frightened until the end of your next turn (uncommon) or for 1 minute (rare). If frightened for 1 minute, a target can repeat the saving throw at the end of each of its turns, ending the effect on a success.

Radiant Bomb (Con Save). On a failed save, a target is blinded until the end of your next turn (uncommon) or for 1 minute (rare). If blinded for 1 minute, a target can repeat the saving throw at the end of each of its turns, ending the effect on a success.

ARCANE NARCOTIC

Wondrous item, uncommon (1), rare (2), or very rare (3)

While many mundane narcotics exist in Aysta, arcane narcotics hold immense magical power. This magically created narcotic comes in a variety of different types. Each has a number of properties and side effects, which can be determined by choosing from the tables to the right or by rolling on those tables to determine the results randomly. The narcotic has the same amount of properties and side effects, and the amount of each is determined by its rarity (Uncommon: 1, Rare: 2, Very Rare: 3). Properties and side effects can only be selected more than once if one says so in its description.

A character can use their action to ingest the narcotic, gaining the benefits of its properties and suffering its side effects. The *lesser restoration* spell can be used to cure the effects of all non-instantaneous side effects that the narcotic induces.

If a character uses the same arcane narcotic often, the GM can rule that they develop an addiction. A character with such an addiction has two permanent levels of exhaustion. Ingesting the narcotic removes these exhaustion levels until the addicted character finishes their next long rest.

MANA-INFUSED WEAPON

Weapon (any), common

This mana-infused weapon is perfect for bypassing resistances that mundane weaponry can't. It creates bright light in a 10-foot radius and dim light for an additional 10 feet. You can change the color of the light or turn the light on and off as a bonus action.

NARCOTIC PROPERTIES—D10

- 1 **Adrenaline.** You have advantage on Athletics and Acrobatics checks for 1 hour.
- 2 **Agility.** You gain a +1 bonus to AC and have advantage on initiative rolls for 8 hours.
- 3 **Awareness.** You have advantage on Perception, Insight, and Investigation checks for 1 hour.
- 4 **Confidence.** You have advantage on all Charisma checks for 1 hour.
- 5 **Healing.** You regain 3d12 hit points. Can be selected multiple times.
- 6 **Infusion.** You regain one expended spell slot of 3rd-level or lower. Can be selected multiple times.
- 7 **Numbness.** You have advantage on Constitution saving throws for 8 hours.
- 8 **Potency.** Roll 2d6 to determine two random ability scores, re-rolling duplicates. Choose one of the results, which becomes 19 for you for the next 8 hours if that score of yours is not already 19 or higher.
- 9 **Swiftness.** Your walking speed is increased by 30 feet for 1 hour.
- 10 **Visions.** For the next 8 hours, you can cast the *augury* and *see invisibility* spells at will.

NARCOTIC SIDE EFFECTS—D6

- 1 **Shaky.** For the next hour, whenever you make a saving throw that you don't have advantage on, you must roll a d4 and subtract the number rolled from the result.
- 2 **Fatigued.** For the next hour, whenever you make an ability check that you don't have advantage on, you must roll a d4 and subtract the number rolled from the result.
- 3 **Scorched.** You take 1d12 necrotic damage, which can't be reduced in any way. Can be selected multiple times.
- 4 **Lethargic.** You have disadvantage on Initiative rolls for the next 8 hours.
- 5 **Loud.** You have disadvantage on Stealth checks for the next hour.
- 6 **Sluggish.** Your walking speed is decreased by 10 feet for the next hour.

EXAMPLE ARCANE NARCOTICS

Visionary Vapors (U). Awareness | Fatigued

Slyvan Root (U). Confidence | Loud

Divine Powder (U). Healing | Lethargic

Spirit Shrooms (U). Visions | Sluggish

Swiftleaf (R). Swiftness, Agility | Loud, Shaky

Hexroot (R). Infusion, Numbness | Scorched, Sluggish

Agony (VR). Adrenaline, Agility, Potency | Scorched x 3

MEETING STONE

Wondrous item, common (one fits into the magic utility slot)

This small stone inscribed with a magical rune can hold up to 100 gp of raw mana. While holding the rune, you can use your action to expend 1 gp worth of mana from the stone and request a meeting with a creature with which you are familiar within 1 mile. If you are in Prismatic Falls, this distance is extended to the borders of the city, no matter your location within it. The creature telepathically senses this request and recognizes you as the sender if it knows you, and can then choose to accept or deny the meeting.

If the creature accepts, a translucent, portal-like disc appears in front of both you and the target creature, which hovers there for the duration and follows your movement. You and the target, as well as any other creatures in the vicinity, can see and talk to each other through these discs for the next 10 minutes. A creature can end the meeting early by forcefully running their hand through the disc. The disc is an illusion and can't be interacted with in any other way.

If you have a canister of raw mana on hand, you can refill the meeting stone by pouring raw mana into the rune, which usually takes a minute or two.

MODIFIED WEAPON

Weapon (any), uncommon (1), rare (2), very rare (3)

This weapon is modified with a weapon mod from those available to the Weaponforger Archetype (see page 50). This weapon mod has a number of charges determined by its rarity (Uncommon: 1, Rare: 2, Very Rare: 3) and it regains all expended charges at dawn. When you make an attack with this weapon, you can expend one of those charges to activate the weapon mod, as described in the Weaponforger Archetype's "Martial Modification" feature.

If the weapon mod requires a target to make a saving throw, the DC equals $8 + \text{your proficiency bonus} + \text{your Intelligence modifier}$.



MEETING STONE



JOURNAL STONE

SPIRIT AMULET

Wondrous item, uncommon (+1), rare (+2), or very rare (+3) (requires attunement by a soulshaper)

A small spirit is held within this ornate necklace. While wearing it, you can use your action to draw some power from the spirit and regain one expended 1st level spell slot or two expended uses of your Spectral Sight feature. This property of the amulet can't be used again until next dawn.

In addition, when you attune to the amulet, you choose one of the following benefits, which you gain while wearing the amulet:

Potency. You gain a bonus to the spell attack rolls and the saving throw DCs of your soulshaper spells, which is determined by the amulet's rarity.

Power (Requires Discipline of Manifestation). You gain a bonus to the attack and damage rolls of your manifestation's soul strike, which is determined by the amulet's rarity.

Creation (Requires Discipline of Soulblades). When you conjure a soulblade, it is a magical weapon with a bonus to attack and damage rolls, which is determined by the amulet's rarity.

TOOL PROSTHETIC

Wondrous item, common

This mechanical prosthetic replaces the specific body part it was made for, such as a finger, an arm, a leg, or an eye. It mimics all functions of that body part. Additionally, this prosthetic has one tool or instrument integrated into it. While it is attached to you, add 1d4 to any ability checks you make with that tool or instrument. Whenever you finish a short or long rest, you can replace the tool or instrument with another on your person.

REVERB So Darksun, I hear you're back in the city for a few months?

DARKSUN You heard correctly. I've got some favors to trade.

REVERB I've been meaning to ask about that actually. Why do you never take payments in gems for your information?

DARKSUN When you've lived as long as I have, you come across pretty valuable information. I don't need the money, and you'd be surprised by the lengths people will go for the things I know. That's why I always trade in favors these days; you can turn a bit of information into a lot more if you're smart.

REVERB So people pay you by being your spies?

DARKSUN Sometimes, but that's not always the case. Other times I receive intelligence or favors as payment for my services, like getting people contacts in the right places or mercenary work. As I always say; 'A favor for a favor...'

– THE RAINY REPORT WITH REVERB

FEATS

Here are four new feat options you can choose from if you are using the optional feats rule.

EVOLUTIONARY EXPERIMENTER

You explore body modification, granting you the following benefits:

- Increase your Strength, Dexterity, or Constitution score by 1, up to a maximum of 20.
- You gain one upgrade of your choice from the evolutionist class (see page 72), ignoring augmentation prerequisites, and it is always activated for you. If the upgrade has a level prerequisite, you can only choose that upgrade if you have that many levels in the evolutionist class. If you choose an upgrade that provides you a choice when activated, you can make that choice whenever you finish a short or long rest. If the upgrade requires a target to make a saving throw, the DC equals 8 + your proficiency bonus + your Constitution modifier. Whenever you gain a level, you can replace the upgrade with another one from the evolutionist class.

GUNS AKIMBO

Prerequisite: Charisma 11 or higher

You are adept at wielding pistols, allowing you to dual wield them. You gain the following benefits:

- You can engage in two-weapon fighting with one-handed ranged weapons, and when you do, you can add your ability modifier to the damage of the second attack if you can't add it already.
- When using the special attack of a one handed ranged weapon with any spread property, you can use your bonus action to add 2d4 to the damage dealt if you are wielding the same weapon in the other hand.
- When making an attack with a one-handed ranged weapon against a target within 5 feet, you don't suffer disadvantage on the attack roll as a result of being in close combat.

RUNETECH INITIATE

Prerequisite: Proficiency with a martial weapon

You learn one weapon mod of your choice from among those available to the Weaponforger Archetype (see page 50). You can install the weapon mod after you finish a long rest to one weapon you are proficient in, but not one that already has a weapon mod installed. This weapon mod has two charges, regaining all expended charges when you finish a long rest. When you make an attack with the weapon, you can expend one of those charges to activate the weapon mod, as described in the Weaponforger Archetype's "Martial Modification" feature.

If the weapon mod you choose requires your target to make a saving throw, the DC equals 8 + your proficiency bonus + your Intelligence modifier.

MANA TECHNICIAN

Prerequisite: an arm-sized prosthetic or the Augmentations feature (from the evolutionist class)

You enhance your prosthetic limb, allowing you to convert raw mana into certain spells. These spells are programmed into the prosthetic that is required to take this feat, and you use that prosthetic to cast them. You lose all the benefits of the feat while the prosthetic is not attached to you.

When you choose this feat, you learn one cantrip of your choice from any class. Additionally, you program a number of spells into your prosthetic equal to 1 + your proficiency bonus, which can be from any class. The spells you choose must be 3rd-level or lower, and also must have a level no higher than half your level (rounded up).

You can cast these programmed spells as rituals. If a spell you choose lacks the ritual tag, it gains the ritual tag for you, but you must expend an amount of raw mana each time you cast it. A 1st-level spell costs 10 gp worth of raw mana to cast, a 2nd-level spell costs 40 gp, and a 3rd-level spell costs 80 gp. You can purchase canisters of raw mana and carry them on your person to use for this purpose. Spells you cast with raw mana can't deal damage or restore hit points, and end when you or a creature affected by the spell rolls initiative.

When your proficiency bonus increases, you can program one additional spell into your prosthetic, provided it meets the prerequisites for a programmed spell. Also, whenever you gain a level, you can replace one of your programmed spells with another from any spell list, provided it meets the prerequisites.

Intelligence is your spellcasting ability for your programmed spells and the cantrip you learn from this feat.



SPELLS

Spells are an important part of Crystalpunk—many of them serve as powerful tools akin to advanced technology, and spellcasters are a common sight no matter where you go. This section introduces twenty-four new spells that you can use in your games.

If you are playing in the world of Crystalpunk, it is highly encouraged that you use all of the 'utility' spells provided in your game, as most are integral to how society functions. For more on that, see the Magical Technology section on page 128. Otherwise, your GM decides what options, if any, appear in your game.

SPELL ALTERATIONS

Here are a few spells that have minor changes in the world of Crystalpunk—altered only to fit a bit better with its world.

Continual Flame. The fire created can glow any color, decided by the caster when the spell is cast.

Goodberry. The berries created by the spell no longer provide nourishment.

Magic Mouth. The spell no longer has the ritual tag, and the caster can choose whether or not the spell creates a physical mouth.

REVERB	Minerva, you're a, uh, Spellworker right? Under... the Revelers, yes. What spells do you use? [Reverb takes a long sip from a dark bottle in front of him, and his head dips to the side.]
MINERVA	Oh. Um. I've been asked to cast <i>levitate</i> and <i>phantom steed</i> more than anything else... there's also <i>channel senses</i> , <i>search</i> and <i>visions of old</i> , which are all useful in their own ways.
REVERB	Great, that's real... great. And the Revelers get to, hm, say which spells you cast, yes?
MINERVA	I mean, mostly yes. I'm too tired after work t-
REVERB	So your progress... stops, no more spellcasting. Not really.
MINERVA	Well, that isn- [<i>channel senses</i> ends]

– THE RAINY REPORT WITH REVERB

SPELL LISTS

BARD

CANTRIPS (0 LEVEL)

Inscribe
Power Chord
Search
Snapshot

1ST LEVEL

Break/Repair
Channel Senses
Imbue Knowledge
Minor Telekinesis
Overload Firearm

2ND LEVEL

Mute
Stasis

3RD LEVEL

Visions of Old

CLERIC

CANTRIPS (0 LEVEL)

Inscribe
Search

1ST LEVEL

Channel Senses
Imbue Knowledge
Infuse Weapon
Overload Firearm

2ND LEVEL

Stasis

3RD LEVEL

Binding Contract
Capture Soul
Ethereal Jaunt
Visions of Old

DRUID

CANTRIPS (0 LEVEL)

Search

1ST LEVEL

Channel Senses
Infuse Weapon

2ND LEVEL

Warm/Chill

3RD LEVEL

Visions of Old

PALADIN

1ST LEVEL

Infuse Weapon

2ND LEVEL

Reveal Secrets

3RD LEVEL

Visions of Old
Binding Contract

RANGER

1ST LEVEL

Channel Senses
Infuse Weapon
Overload Firearm

2ND LEVEL

Mute
Reveal Secrets
Warm/Chill

3RD LEVEL

Visions of Old

SORCERER

CANTRIPS (0 LEVEL)

Inscribe
Lightning Blade
Search

1ST LEVEL

Break/Repair
Channel Senses
Holographic Image
Imbue Knowledge
Infuse Weapon
Minor Telekinesis
Overload Firearm

2ND LEVEL

Pocket Dimension
Stasis

3RD LEVEL

Ethereal Jaunt

Here are the lists of which new spells are available to each class. For the new soulshaper class, see its class description on page 77.

WARLOCK

CANTRIPS (0 LEVEL)

Inscribe
Lightning Blade
Search
Snapshot

1ST LEVEL

Infuse Weapon
Minor Telekinesis
Overload Firearm

2ND LEVEL

Mute

3RD LEVEL

Binding Contract
Capture Soul

WIZARD

CANTRIPS (0 LEVEL)

Inscribe
Lightning Blade
Search
Snapshot

1ST LEVEL

Break/Repair
Channel Senses
Holographic Image
Imbue Knowledge
Infuse Weapon
Minor Telekinesis
Overload Firearm

2ND LEVEL

Mute
Pocket Dimension
Stasis
Warm/Chill

3RD LEVEL

Binding Contract
Capture Soul
Ethereal Jaunt



FUTURISTIC SPELLS IN FANTASY WORLDS

These spells were made for a futuristic world, and may feel a bit out of place in traditional fantasy worlds. In those settings, make the following changes to the presented spells: *search* becomes a 1st-level spell (ritual), *snapshot* becomes a 1st-level spell (ritual), *binding contract* becomes a 5th-level spell, and *ethereal jaunt* becomes a 5th-level spell.

SPELL DESCRIPTIONS

The spells are presented in alphabetical order.

BINDING CONTRACT

Level 3

Enchantment

Cleric, Paladin, Soulshaper, Warlock

Casting Time: 1 minute

Range: Touch

Components: S, M

Duration: 5 days

M: A drop of your own blood and a drop of blood from the target

You place the palm of your hand on the palm of a creature that shares a language with you, envisioning the terms of a contract in your mind. It must contain two things: objectives for the target creature and/or yourself achievable within the next 5 days, and a punishment for each creature involved should they fail their objective (which need not be the same). There is no limit to the number of objectives for either creature, and the objectives can be anything you like, including a restriction on a creature's actions for the duration. For example, you could have the target perform a dangerous task, while you must give them a precious item of yours, and have both agree to not intentionally be involved with any efforts to impede the objective of the other creature.

The target sees the terms of the contract in their mind and can then choose to accept or decline the contract. If the creature declines the contract, the spell fails to cast and the spell slot is not expended. The spell automatically fails if the target is already under the effects of a spell that controls their actions (such as *suggestion* or this spell).

If the creature accepts the contract, a runic mark is burned into their palm which lasts for the duration of the spell. Then, if either creature fails one of their objectives, that creature must succeed on a Charisma saving throw, which it makes with disadvantage, or be subjected to the punishment you chose.

The punishment(s) you choose can do one of two things: control a creature's actions, or cause them to die. If the punishment you chose controls a creature's actions, it can only do so for up to 1 hour. If the punishment you chose is death, the creature has a heart attack and instantly dies.

This spell is especially hard to dispel. If the *dispel magic* spell is cast to attempt to remove the effects of this spell, it must be cast using a spell slot at least two levels higher than the spell slot used to cast this spell (up to a maximum of 9th-level) in order to successfully end it.

At Higher Levels. When you cast this spell using a spell slot of 6th level or higher, there is no maximum amount of days for the objectives—the spell lasts until all of the objectives are complete or until dispelled.

BREAK/REPAIR

Level 1

Transmutation

Bard, Sorcerer, Wizard

Casting Time: 1 action

Range: 30 feet

Components: V, S, M

Duration: 1 hour

M: A handheld construction tool, such as a hammer or drill

You summon forth a mystical power, allowing you to break and repair objects with ease. For the duration, you can break, construct, or repair objects that aren't being worn or carried within 30 feet of you as if you were interacting with them with any common mundane construction tool, as an invisible force acts on your command.

When attempting to break an object, you use your spellcasting ability in place of your Strength score. You can break an object if it would be possible for you to do so with this altered Strength while using a mundane tool, such as a saw or a crowbar.

When attempting to construct or repair an object, you can only do so if you would have the knowledge and capabilities to do so with a mundane tool.

Any task performed by this spell is done at twice the speed that you could do so normally. You can't break, construct, or repair magical items using this spell.

CAPTURE SOUL

Level 3

Necromancy

Cleric, Soulshaper, Warlock, Wizard

Casting Time: 1 action

Range: Touch

Components: V, S, M

Duration: Instantaneous

M: A crystal or some other magically sensitive object, such as an idol or orb, worth at least 100 gp

You touch a dead creature that has been dead for no longer than 10 days and capture their soul, trapping it within the object used for the material component of this spell. The *raise dead* and *reincarnate* spells can be cast on the object to revive the creature, forming a new body for it as described in the *reincarnate* spell in both cases. While the soul remains within the object, days spent do not count against the time limit of resurrection spells.

When you cast this spell, you can instead choose to siphon all of the power from the soul. Instead of being trapped within the object, the soul is completely consumed, and you regain hit points equal to 2d6 + your spellcasting ability modifier. Also, you regain the spell slot used to cast this spell, but the new spell slot is 2nd level.

An object containing a trapped soul can be sold to vendors in cities for 500 gp. It can also be placed in a Soul Battery, which is a machine specifically made to siphon mana from the soul, which generates mana from it over a period of 40 years.

CHANNEL SENSES

Level 1

Divination Bard, Cleric, Druid, Ranger, Soulshaper, Sorcerer, Wizard

Casting Time: 1 action **Range:** 1 mile

Components: V, S, M **Duration:** 1 hour

M: A bit of bat fur and a drop of fresh water

You channel the senses of a willing creature within range. Choose two senses between sight, hearing, touch, smell, and taste. For the duration, you lose the chosen senses and instead receive the senses from the target. You or the target can choose to end the spell at any time for the duration. While channeling a creature's sight, you can cast spells as though you were in the target creature's space, provided the target allows you to do so. Alternatively, you can have the sense be derived from a chosen object and/or have the sense be emitted through a chosen object.

To derive a sense from an object, you must first mark it with a flat sigil, which you can do as an action so long as you have the ability to cast this spell. You can have a number of these sigils active at any time equal to 1 + your spellcasting ability modifier. Sigils glow dim light in a 1-foot radius, are noticed easily, and can be destroyed with little effort.

To emit a sense through an object, you must touch it as a part of casting this spell, and you can only choose the sight or hearing senses when you cast the spell this way. The object then displays a holographic picture or emits audio for the duration, based on your chosen sense.

The range of this spell can be extended through arcane infrastructure. Prismatic Falls has such a setup, allowing this spell to reach to the edges of the city from all locations within it.

At Higher Levels: When you cast this spell using a spell slot of 2nd level or higher, you can choose an additional sense for every spell level above 1st. Additionally, the spell lasts up to 8 hours.

ETHEREAL JAUNT

Level 3

Necromancy Cleric, Soulshaper, Sorcerer, Wizard

Casting Time: 1 action **Range:** Touch

Components: V, M **Duration:** Up to 4 hours

M: Crystals or some other magically sensitive objects worth at least 50 gp, which cover the eyes of the target(s) for the duration

You touch a willing creature, which can be yourself, and project their consciousness towards their soul into the Ethereal Plane, forming an ethereal body surrounding their soul in the area where it overlaps with the current plane. The material body the creature leaves behind is paralyzed and they are unaware of their surroundings for the duration. If you projected your own consciousness, another creature can use its action to snap you out of the trance or signal you to end the spell early.

A creature's ethereal body resembles its mortal form in almost every way, replicating their game

statistics and possessions. While in its ethereal body, the creature has the ability to alter their appearance (but not its abilities) to anything they desire.

While in the Ethereal Plane, the creature can move in any direction. If it moves up or down, every foot of movement costs an extra foot. They can see, but not hear, the plane they originated from. Everything within it looks gray, they can't see anything more than 60 feet away, and everything lacks detail; for example, they wouldn't be able to read a book or a sign. Also, they are able to clearly see the souls of creatures on the Material Plane, even through walls, as they reside here on the Ethereal Plane, though they cannot interact with them.

While on the Ethereal Plane, the creature can only affect and be affected by other creatures on that plane. Creatures that aren't on the Ethereal Plane can't perceive them and can't interact with them, unless a special ability or magic has given them the ability to do so. They ignore all objects and effects that aren't on the Ethereal Plane, allowing them to move through objects they perceive on the plane they originated from.

The spell ends early if the creature's ethereal or mortal body drops to 0 hit points. When the spell ends, the creature immediately returns to the plane they originated from and returns to their material body in the location they left it. If their material body is dead and their ethereal body isn't, they instead continue to inhabit their ethereal body in the Ethereal Plane until it is destroyed or they are resurrected.

If you cast this spell in Prismatic Falls, the creature enters soulspace and has a few additional abilities while there. Namely, they can slightly alter the fabric of reality around them, and they gain the ability to *pierce the veil* back into the Material Plane. For more on that, see page 172.

This spell has no effect if you cast it while on the Ethereal Plane or a plane that doesn't border it.

At Higher Levels: When you cast this spell using a spell slot of 5th level or higher, you can target up to eight willing creatures (including you), to be affected by the spell. The creatures must be within 10 feet of you when you cast the spell.

HOLOGRAPHIC IMAGE

Level 1

Illusion Sorcerer, Wizard

Casting Time: 1 minute **Range:** 10 feet

Components: V, M **Duration:** Until dispelled

M: A pinch of arcane dust worth at least 10 gp, which the spell consumes

You create a flat, translucent image no larger than a 10-foot square on a surface you can see. The image appears on the surface and slowly hovers towards and away from it slightly. The image is clearly an illusion and purely visual; it isn't accompanied by

sound, smell, or other sensory effects. It glows dimly for 10 feet in front of it. When casting the spell, you can also choose to have the image animate between 2 to 5 distinct images at any speed you like.

As a part of casting the spell, you can inscribe runes on a piece of metal, stone, or wood that you imbed onto a surface. If you do so, the image projects perpendicular to the surface in a direction you choose, rather than onto it.

IMBUE KNOWLEDGE

Ritual - Level 1

Enchantment

Bard, Cleric, Soulshaper, Sorcerer, Wizard

Casting Time: 10 minutes **Range:** Touch
Components: V, S, M **Duration:** Until dispelled
M: A small orb or some other magically sensitive object worth at least 10 gp

You place a memory, idea, message, or image from your mind into the object used for the material component of this spell. The thought must be no longer than the casting time of this spell. A creature can touch the object and use its action to receive the thought.

When you cast this spell, you can also set a password for the object. If you do, the thoughts inside the object can't be viewed unless the password is spoken by the creature while it touches it.

INFUSE WEAPON

Level 1

Transmutation

Cleric, Druid, Paladin, Ranger, Sorcerer, Warlock, Wizard

Cast Time: 1 bonus action **Range:** Touch
Components: V, S **Duration:** Conc., 1 minute

You touch a weapon and store one of the other spells you can cast within it, expending a spell slot for that spell. The chosen spell must be between 1st and 3rd level, have a casting time of 1 action, and must target a single creature or an area.

The first time a creature hits a weapon attack with that weapon for the duration, the stored spell is cast, and this spell ends. If the stored spell has a target, it is the creature that the weapon attack hit. If the spell requires an attack roll, it instead automatically hits the target. If it requires a saving throw, the target(s) make the saving throw as normal. If the spell affects an area, the area is centered on the creature hit, and the creature that made the weapon attack is immune to the spell's effects. If the spell requires concentration, you must concentrate on it, which you can do so directly after this spell ends.

At Higher Levels: When you cast this spell using a spell slot of 2nd level or higher, the maximum level of the stored spell increases by 1 for every spell level above 1st.

INSCRIBE

Cantrip 0

Illusion

Bard, Cleric, Sorcerer, Warlock, Wizard

Casting Time: 1 action **Range:** Touch
Components: V, S **Duration:** Until dispelled

This spell inscribes a runic message on a surface you touch, which glows dimly in a 1-foot radius. The message can be 25 words or less. If multiple messages created by different casters are inscribed within 5 feet of each other, they each appear as distinctly different colors, one for each caster.

When you inscribe a message, you can choose for it to be visible in either the Material Plane or Ethereal Plane. Also, you can choose for it to be hidden. If you do, the message is invisible to all creatures except for those who know this spell.

LIGHTNING BLADE

Cantrip 0

Evocation

Sorcerer, Warlock, Wizard

Casting Time: 1 action **Range:** Self (5-foot radius)
Components: S, M **Duration:** 1 round
M: A melee weapon worth at least 1 cp

You electrify the weapon used in the spell's casting and make a melee attack with it against one creature within 5 feet of you. On a hit, the target suffers the weapon attack's normal effects and then becomes infused with static energy until the start of your next turn. If the target willingly uses their reaction before then, the target takes lightning damage equal to your spellcasting ability modifier, and the spell ends. Alternatively, if you move at least 20 feet in a straight line towards a creature before hitting the weapon attack, the target takes the lightning damage immediately, and the spell ends.

This spell's damage increases when you reach certain levels. At 5th level, the melee attack deals an extra 1d8 lightning damage to the target on a hit, and the damage from the static energy increases to 1d8 + your spellcasting ability modifier. Both damage rolls increase by 1d8 at 11th level (2d8 and 2d8) and again at 17th level (3d8 and 3d8).

MINOR TELEKINESIS

Level 1

Transmutation

Bard, Sorcerer, Warlock, Wizard

Casting Time: 1 action **Range:** 30 feet
Components: V, S, M **Duration:** Conc., 1 hour
M: A metal spoon or a similarly sized metal object

You gain the ability to move objects through your thoughts. When you cast the spell, and as an action on each round for the duration, you can exert your will on one object you can see within range.

You can try to move an object that weighs up to 500 pounds. The object must not be worn or

carried by a creature, and you move it up to 30 feet in any direction, but not beyond the range of this spell. You can exert fine control on objects with this spell, such as manipulating a simple tool, opening a door, stowing or retrieving an item from an open container, or pouring the contents from a vial.

MUTE

Transmutation

Level 2

Bard, Ranger, Warlock, Wizard

Casting Time: 1 action

Range: Touch

Components: S, M

Duration: 1 hour

M: A small bit of wool

You touch a creature or object of medium size or smaller, muting the target for the duration. If the target is a creature and is unwilling, it can make a Constitution saving throw to avoid this effect. A muted target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

No sound can be created by the target or objects they wear or carry, so long as the origin of the sound is within 10 feet of them. Also, if the target is a creature, you choose one of the following additional effects when you cast the spell: (1) the target can't cast spells that require verbal components or (2) when the target casts a spell, it can cast it without any verbal components, and any spell they cast produces no sound.

OVERLOAD FIREARM

Level 1

Evocation

Bard, Cleric, Ranger, Sorcerer, Warlock, Wizard

Cast Time: 1 bonus action

Range: Self

Components: V

Duration: 1 round

The first time you make a ranged weapon attack using a weapon with the arcanic property before the end of your next turn, you overload it with excess mana. For the attack, you can use your spellcasting ability modifier, rather than Dexterity, for the attack and damage rolls. If the attack hits, all damage dealt by the attack becomes force damage, and the target takes an extra 1d12 force damage from the attack.

Hit or miss, you are pushed back 15 feet from the direction you fired after you make the attack. This movement does not provoke opportunity attacks.

At Higher Levels: When you cast this spell using a spell slot of 2nd level or higher, the extra damage increases by 1d12 for each slot level above 1st.

A SOULFUELED WIZARD,
OVERLOAD FIREARM AT THE READY



REVERB And we're back with a Manatek, this time by the name of Octave. Now, you're asked to cast spells all over Prismatic Falls, but for you personally, what would be your most useful spell?

OCTAVE It's definitely *pocket dimension*. It can be used for anything, objects, people, garbage disposal – it's incredibly versatile. Mainly I use it to either store my valuables or get rid of my trash. I have to remember if I have any precious cargo in there before collapsing the dimension and discarding the trash, but I haven't had any mistakes yet.

[Reverb looks visibly ticked off.]

REVERB ...Right. And when you discard it, you know where it goes right?

OCTAVE (raises eyebrow) It doesn't go anywhere Reverb, it's voided.

REVERB No, it doesn't. You know it doesn't. It goes to Scrapland, a dimension that has been turned into mounds of trash and little else. There are people there that you doom to living in our waste, and they're slowly rotting away because of that stupid spell.

You know this.

– THE RAINY REPORT WITH REVERB

POCKET DIMENSION

Transmutation

Level 2
Sorcerer, Wizard

Casting Time: 1 minute **Range:** Touch
Components: V, S, M **Duration:** Until dispelled
M: A crystal worth at least 50 gp, which the spell consumes

You touch a surface and create an extradimensional hole of 10-foot diameter and 20-foot depth. The cylindrical space within the hole exists on a different plane, so it can't be used to create open passages. Any creature inside the hole can exit the hole by climbing out of it.

The spell ends if you cast it again or if the surface that the hole is on moves. You can also end the spell as an action. When the spell ends, any creatures inside are magically expelled out the entrance. Whenever you cast this spell, the contents of the hole are retained from whatever was inside of it previously.

You can also use your action to touch the hole and empty its contents. All objects in the hole are spit into another dimension (or plane of existence, if playing in another setting). In Aysta, this dimension is Scrapland (see page 122). Creatures inside the hole are not affected when the hole is emptied.

POWER CHORD

Transmutation

Cantrip 0
Bard

Casting Time: 1 action **Range:** 30 feet
Components: V, M **Duration:** 1 round
M: An arcane instrument

By amplifying the power of your instrument, you release a projectile made of pure sound at a creature within range. Make a ranged spell attack against the target. On a hit, the target takes 1d4 thunder damage, and the next attack roll made against the target before the end of your next turn has advantage, due to the reverberations that throw the creature off balance until then.

The spell's damage increases by 1d4 when you reach 5th level (2d4), 11th level (3d4), and 17th level (4d4).

REVEAL SECRETS

Divination

Level 2
Paladin, Ranger

Casting Time: 1 action **Range:** Self
Components: V, S, M **Duration:** Conc., 10 min
M: A shard of glass

For the duration, you scan within 30 feet of you to reveal secrets. When you cast the spell, choose one of the following effects for your scan:

- You become aware of the presence and location of any secret doors, mechanisms, or switches within range.
- You become aware of any objects that have moved or been interacted within range within the past week. You also know on what day each object was moved or interacted with.
- You become aware of the presence and location of any pieces of writing, artwork, symbols, or insignias within range.

Also, for the duration, you have advantage on any Intelligence (Investigation) and Wisdom (Perception) checks made to uncover secrets or clues within range.

SEARCH

Divination

Cantrip 0

Bard, Cleric, Druid, Soulshaper, Sorcerer, Warlock, Wizard

Casting Time: 1 action **Range:** Self
Components: V **Duration:** Instantaneous

You speak aloud a single question, channeling the collective knowledge of all creatures within the surrounding region. A ghostly assistant appears before you and verbally gives you an answer to the question, before disappearing shortly afterward.

The answer you receive is drawn from the general information that is commonly known by creatures within 1 mile. If there is no commonly known answer, your search returns no results, and the orb does not appear. If you cast this spell in a more populated environment, such as in a large city, it is more likely to return a result.

If the question you asked is of a contended topic with multiple different answers, the orb will return you up to three of those answers, but not the commonality of each. Your search ignores any answers that are commonly considered to be a secret by those that know it.

SNAPSHOT

Divination

Cantrip 0

Bard, Warlock, Wizard

Casting Time: 1 action **Range:** Self
Components: S **Duration:** Instantaneous

You capture a snapshot of what you can currently see, which is stored perfectly within your mind. You can have a maximum number of images stored this way equal to twice your spellcasting ability modifier. If you try to capture more, you must replace one that you have captured previously.

Anything that you can see with a moderate amount of detail within these images can be recreated perfectly in any illusion spell you cast, such as *disguise self* or *major image*, granting creatures disadvantage on the Intelligence (Investigation) check to determine if it is an illusion. Also, you can use your action and touch another creature to have the full detail image appear within their mind.

SOUL BIND

Necromancy

Level 3

Soulshaper

Casting Time: 1 bonus action **Range:** Self
Components: V, S **Duration:** 1 minute

You strengthen yourself with powerful spiritual energy. The first time you deal force, radiant, or necrotic damage to a creature during this spell's duration, you bind the soul of one creature you damaged, affecting the target in one of the following ways of your choice:

- The target takes an extra 3d6 damage and must succeed on a Constitution saving throw or be blinded until the spell ends.
- The target takes an extra 2d6 damage and must succeed on a Strength saving throw or be restrained until the spell ends.
- The target takes an extra 1d6 damage and must succeed on a Wisdom saving throw or be stunned until the spell ends.

Regardless of the effect you choose, an affected target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

At Higher Levels. When you cast this spell using a spell slot of 4th level or higher, the extra damage dealt increases by 1d6 for each slot level above 3rd.

SOUL REND

Necromancy

Level 1

Soulshaper

Casting Time: 1 bonus action **Range:** Self
Components: V, S **Duration:** 1 minute

You empower yourself with spiritual energy. The first time you deal force, radiant, or necrotic damage to a creature during this spell's duration, you tear at the soul of one creature you damaged, dealing an extra 1d6 damage to the target. Also, you affect the target in one of the following ways of your choice:

- The target must succeed on a Wisdom saving throw or be frightened of you until the end of your next turn.
- The target must succeed a Strength saving throw or you move them up to 15 feet in any direction of your choice, except upward. Once they reach their destination, you can also knock them prone.
- The extra damage dealt increases by 1d6.

At Higher Levels. When you cast this spell using a spell slot of 2nd level or higher, you can choose an additional effect for each slot level above 1st. You can only choose the last effect more than once.

SPECTRAL BARRAGE

Evocation

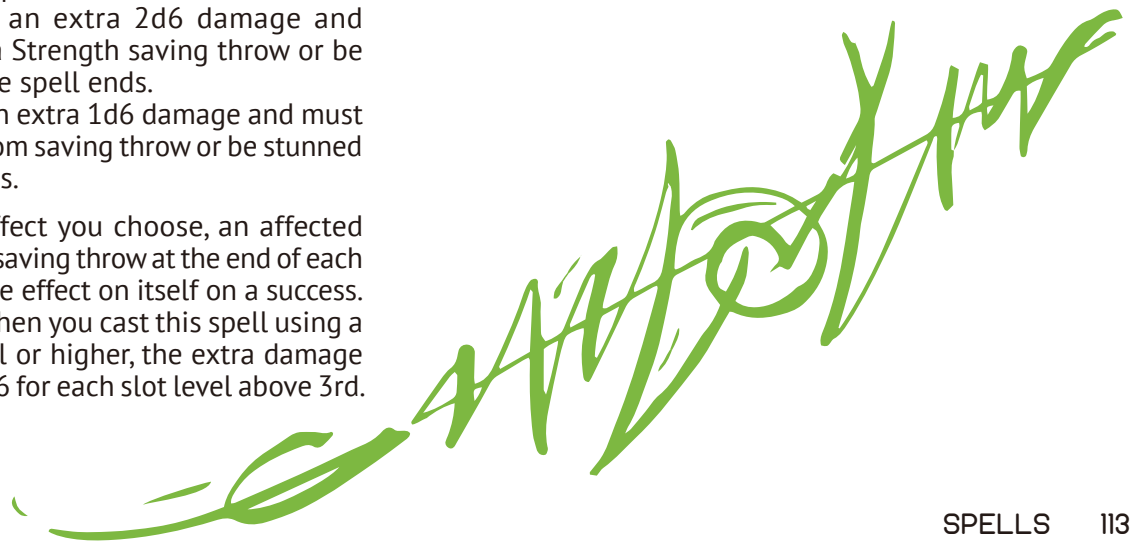
Level 2

Soulshaper

Casting Time: 1 action **Range:** Self (60-foot line)
Components: V, S **Duration:** Instantaneous

A devastating blast of spiritual energy erupts from your soul in a direction of your choice, forming a line 60 feet long and 5 feet wide. Each creature in the line must make a Dexterity saving throw. On a failed save, a creature takes 2d12 force, radiant, or necrotic damage (your choice) and is pushed 10 feet away from you. On a successful save, a creature takes half as much damage and isn't pushed.

At Higher Levels. When you cast this spell using a spell slot of 3rd level or higher, the damage increases by 1d12 for each slot level above 2nd.





REVERB

Cassandra Mirnoc from the Minstrels, here to tell us of all things jewelry, and I don't know... something about rogues stabbing people in the night.

CASSANDRA

Excuse me, what?

REVERB

That's what you people do. You make beautiful works of art, and then use them for murder or poison or-

[Reverb instantly stops moving, mouth half open. Three businessmen enter the arcanocast studio, Contractor insignia proudly displayed on their lapels. The middle Contractor begins speaking, her eyes narrowed at Reverb as the others move to restrain him.]

TIRAER
FRAXXIS

We've been patient with you Reverb, we let your past accomplishments allow for current infractions. But this is stopping now. Your time's up, get out.

[Tiraer slides her eyes to the *channel senses* vessel.]

TIRAER
FRAXXIS

And turn that off.

[*channel senses* ends.]

– THE RAINY REPORT WITH REVERB

STASIS

Transmutation

Level 2

Bard, Cleric, Soulshaper, Sorcerer, Wizard

Casting Time: 1 action / 1 hour **Range:** 30 feet

Components: V, S, M **Duration:** Varies

M: a small chunk of iron worth at least 50 gp, which the spell consumes if cast over 1 hour

This spell locks a target in stasis, preventing it from moving. There are two possible uses for this spell—granting either immediate or long-term benefits.

If you cast this spell using 1 action, choose a creature or object within range that is large or smaller. If you target a creature or an object held or worn by one, they must succeed on a Strength saving throw to resist the spell. On a failure, a target can't move until the end of your next turn, even if it is defying gravity. If the target is a creature, it is incapacitated until then. Any momentum the target had is maintained while in the spell, and while in stasis, all forces, except gravity, are applied to the target as momentum. When the spell ends, the target is flung in an appropriate direction based on the attacks that hit it and the forces applied to it during the spell. For each attack hit, a creature is flung 10 feet in a straight line. If you cast the spell this way, you can end the spell at any time (no action required from you).

If you cast this spell over 1 hour, choose an object within range that is large or smaller. The

object becomes magically fixed in place for 1 year. It doesn't move, even if it is defying gravity. The object can hold up to 8,000 pounds of weight—if it holds more, the forces applying to it, such as gravity, begin to apply as normal.

When using either use of this spell, the stasis is relative to the center of the planet—applying the spell to a target within a moving object will cause it to stop in place for the duration, rather than stop above that moving object.

VISIONS OF OLD

Divination

Level 3

Bard, Cleric, Druid, Paladin, Ranger, Wizard

Casting Time: 1 action **Range:** 30 feet

Components: V, S, M **Duration:** Conc., 10 min

M: Sticks, bones, or similar tokens worth at least 25 gp

You replay a moment from the past. When you cast this spell, you designate an event that you believe happened somewhere within 30 feet of you in the past month. If nothing of the sort occurred, the spell fails. If such an event occurred, illusory figures begin to form in the area within 30 feet of you, replaying the event for the duration.

The figures display both imagery and audio of the event, but only fragments of information are displayed. The figures may cut out randomly, be distorted, only contain one out of imagery and audio, and you may not be able to see the faces of creatures

that appear. The further back into the past the event was, the less information the spell can reproduce.

If you have the ability to cast this spell, you can place a sigil on an object as an action. You can have a number of these sigils active at any time equal to 1 + your spellcasting ability modifier. Sigils glow dim light in a 1-foot radius, are noticed easily, and can be destroyed with little effort. If you cast this spell with one of these sigils in range, the figures created by the spell appear in perfect detail, without any distortions. The sigil must have been able to see the event in order for it to function this way.

WARM/CHILL

Transmutation

Level 2

Druid, Ranger, Wizard

Casting Time: 1 action / 1 hour **Range:** 5 feet

Components: V, S, M

Duration: Varies

M: a bit of coal or wool, as well as small chunk of crystal worth at least 50 gp, which the spell consumes if cast over 1 hour

This spell conjures forth an illusory flame within range, which sheds bright light in a 15-foot radius and dim light for an additional 15 feet. When you cast this spell, you choose between a red, warm flame and a blue, chill flame. You can change the

flame's type as an action. There are two possible uses for this spell — granting either immediate or long-term benefits.

If you cast this spell using 1 action, the flame lasts for 8 hours and will hover in a space directly next to you. You can change this behavior as an action, causing it to switch between staying in place or following you. You and other creatures within 30 feet of the flame ignore the effects of extreme cold (warm flame) or extreme heat (chill flame). Additionally, when a creature within that range takes cold damage (warm flame) or fire damage (chill flame), you can have the flame grant them resistance to that damage. Once it does so twice, the spell ends.

If you cast this spell over 1 hour, the flame stays in place for 1 month. It changes the temperature of the area within 60 feet of it to be warmer (warm flame) or cooler (chill flame) until it is at a temperature that you designate when you cast the spell. The flame can only adjust the temperature in the area by 10°C/20°F. If it is unable to get to the target temperature, the flame gets as close to it as possible. This temperature-changing effect works even if the flame is fully covered.

BELOW: MAGICAL SIGILS FROM THE CHANNEL SENSES AND VISIONS OF OLD SPELLS

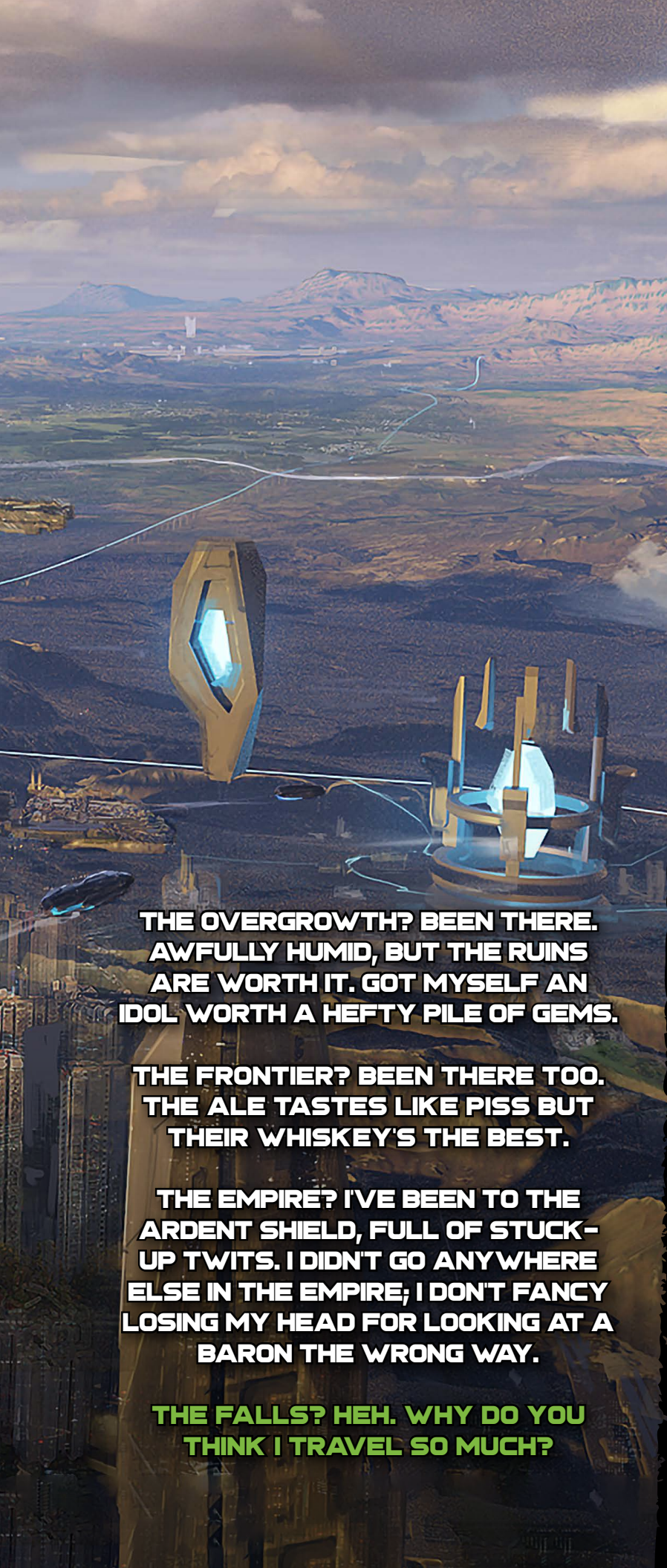




CHAPTER

2

THE LANDS OF AYSTA



**THE OVERGROWTH? BEEN THERE.
AWFULLY HUMID, BUT THE RUINS
ARE WORTH IT. GOT MYSELF AN
IDOL WORTH A HEFTY PILE OF GEMS.**

**THE FRONTIER? BEEN THERE TOO.
THE ALE TASTES LIKE PISS BUT
THEIR WHISKEY'S THE BEST.**

**THE EMPIRE? I'VE BEEN TO THE
ARDENT SHIELD, FULL OF STUCK-
UP TWITS. I DIDN'T GO ANYWHERE
ELSE IN THE EMPIRE; I DON'T FANCY
LOSING MY HEAD FOR LOOKING AT A
BARON THE WRONG WAY.**

**THE FALLS? HEH. WHY DO YOU
THINK I TRAVEL SO MUCH?**

This chapter is all about the world of Crystalpunk and the continent of Aysta that resides within it. The beginning sections provide cosmological details of the universe at large, an overview of Aysta's history, a guide to its magical technology, and details on its corporate cults and other religions. After those sections, the next part of this chapter provides detailed descriptions for each of the key locations of Aysta, which includes ideas for potential missions that Game Masters could run within each location.

THE CONTINENT OF AYSTA

Most Crystalpunk games will take place on the continent of Aysta, derived from 'Twilight Star', as named by the first Travelers. This is a land resting on the planet of Surkana, within its northern hemisphere. While other continents exist on this planet, only Aysta is detailed within this book.

The continent is home to many different cultures and races, such as humans, dwarves, and elves, as well as the new races, such as nephilim, eternals and nomads. These varied peoples are dispersed across the nations of Aysta, which each strive to achieve their goals in the name of prosperity.

However, this pursuit of prosperity comes with a price; all nations of Aysta have suffered due to their own greed. Prismatic Falls' overuse of magic has caused nightmarish creatures to haunt the streets, while the area surrounding it is conscientiously drained of magic. The Scorching Frontier has turned into a bloody battlefield where hunting demons has become a normality, the Overgrowth is continually plundered for all of its secrets, and the Shattered Empire's infighting continuously damages the once glorious nation.

Throughout this chapter when a creature's name appears in **bold**, it means that it has an associated stat block found in the base rules. If the stat block appears elsewhere, the text will tell you so.

THE CONTINENT OF AYSTA



50 miles



— KEY LOCATIONS —

PRISMATIC FALLS & THE FEDERATION

- ◆ Prismatic Falls
- ▽ The Dead Zone
- ◆ Fernell
- ▽ Yarrol
- Merne
- ◆ Trava
- ▽ Goram
- The Reserve
- Mount Elysium
- Molten Island

THE SHATTERED EMPIRE

- ◆ The Iron Fist
- ▽ The Ardent Shield
- The Crimson Balde
- ◆ The Violet Flame
- ▽ The Verdant Arrow
- The Azure Spark
- Swashbucker's Sanctuary

THE SCORCHING FRONTIER

- ◆ Ritual Valley
- ▽ Infernal Edge
- Hell's Gate
- The Chasm
- △ Dividing Highlands
- ▽ Southern Rainforests

THE OVERGROWTH

- ◆ The Daka Tribe
- ▽ The Wikt'eera Tribe
- The Lost City
- The Spike
- ◆ The Frost



REVERB | For a year now I've toiled beneath the watchful eyes of the cults. I went from the streets of the slums to the skyside. I've seen crime, poverty and conflict in the depths, and now I've seen firsthand the politics and manipulation of the cults. Now, with this new show... *My* show... I can finally speak my mind, away from producers and executives who care only for business.

Prismatic Falls, I am your man on the inside, and I'm here to rip away the veil the cults have placed upon you all. It's time to do my small part towards remaking this city.

Welcome to Gutter Gossip!



GUTTER GOSSIP

THE LOCATIONS OF AYSTA

Here are the six main locations that make up the continent of Aysta, listed in the order that they appear in this chapter.

Prismatic Falls & The Federation. Prismatic Falls is a lawless megacity of never-ending rain run by corporate cults, where floating buildings reach far beyond the clouds and the streets are filled with both violence and opportunity. Beyond the city lies a nation known as the Federation, which is a much less densely populated land that contains primitive farming villages and rural towns.

Soulspace. Soulspace is the name given to the area of the Ethereal Plane that lies adjacent to Prismatic Falls, accessed through the new *ethereal jaunt* spell. It is a place where people live second lives and make secret deals through ethereal bodies manifested by their own souls.

The Shattered Empire. The Shattered Empire is an arcane kingdom plagued by civil war and internal squabbles that obstruct the restoration of its former glory.

The Scorching Frontier. The Scorching Frontier is a demon-infested desert at the forefront of demon hunting efforts, where cowboys duel and outlaws roam.

The Overgrowth. The Overgrowth is an impossibly massive jungle that holds the mysteries of an ancient civilization. It is also the ancestral homeland of all beastfolk.

The Frost. The Frost is an icy wasteland void of almost all life. What resides within the Frost is up to your GM—its contents are not detailed in this book, and it rather serves as a way to connect to other potential landmasses on the planet of Surkana.

TRAVEL THROUGHOUT AYSTA

The various civilized locations of Aysta are connected by a widespread, infernal-engine powered train system, though there are many locations where it fails to reach. Two major train lines depart from Prismatic Falls, which spread out towards the Shattered Empire, the Scorching Frontier, and the Overgrowth. Those train lines stop there, however; internal travel within these distant areas are usually done via land, air and water vehicles powered by Infernal Engines.

Despite these modern modes of travel, the uncivilized areas in between nations and within them are still quite wild and dangerous—monsters lurk in the dark, and you must always keep an eye out in order to survive.



SECRETS OF THE UNIVERSE

While the majority of Crystalpunk adventures will take place on the Material Plane, the influence of the universe at large will affect many aspects of those adventures. This section provides details for GMs about the many cosmic rules that govern the nature of the universe and how it functions.

Be aware that the details provided here are merely a representation of the true nature of the universe—it is a catalog of theories with substantial evidence, as seen through the eyes of the brightest minds in Aysta. It is an attempt to comprehend the incomprehensible, and there is a great deal about the universe that the people of Aysta are still unaware of. If the player characters venture down this path of cosmic discovery, use the information from this section as a guide, feeling free to improvise the answers to any unforeseen questions.

THE POWER OF CONSCIOUSNESS

The most common theory to the structure of the universe is the concept of planar layers. In this theory, each of these planes are built from the imaginations of those in the layer below it; their stories, beliefs, thoughts, emotions, and fears manifesting as reality in the plane above their own. The cosmos is structured into a stack of these planar layers, each of them containing an uncountable amount of dimensions. Some theorize that this stack of planes goes on forever, and some say it wraps around on itself—nobody truly knows.

THOUGHT FORCE

Most believe that very few planes have any contact with any of the others, as is (mostly) the case with the layer below the Material Plane. It is thus a very strange anomaly that Aysta has such a strong contact with the plane above it—the Astral Plane, where their

thoughts and beliefs, as well as their gods, reside. This contact is largely attributed to the cataclysmic event that was the Ethereal Break (see page 126).

Since then, these layers have begun to blend together: gods able to directly grant gifts to their followers, living nightmares born by fear leaking into the world, and the collective beliefs of those in Aysta slowly becoming more and more real. This phenomenon—this cosmic force, of the collective beliefs of intelligent creatures becoming real, is referred to as *Thought Force*. With magic being used more and more in Aysta, this force is only growing stronger, and the planes are growing closer and closer together each day.

AWARENESS OF THOUGHT FORCE

The phenomenon of Thought Force is quite difficult to understand—and understanding it does not provide much insight into how to control or stop it. Since the Ethereal Break, many things that were once beliefs have become reality, such as the gods, and convincing any large amount of the population that they don't exist or that they are something else is a difficult task.

As such, many do not seek to learn much about the phenomenon; they might know of its existence, but often ignore its greater effect on their lives, as much of it is out of their control. There was a time when its existence was kept a secret from Aysta by powerful figures such as the cults—but that all changed during the Awakening (see page 127), and since then, a large majority of educated citizens at least know of its existence, leading to distrust being natural. These days, there are only a few groups that truly understand Thought Force and its ramifications. These are the higher ranking members of the cults of Prismatic Falls, the High Clergy of the Shattered Empire, and various research instructions within Prismatic Falls. Some of these groups, particularly the cults, still try to hide information related to the Thought Force from the public for their own gain.

REVERB | I'm joined by Synapse, a Minstrel scientist in the field of thought for-

SYNAPSE | Reverb! You're shooting a Rainy Report tomorrow! Don't you think talking about you-know-what is a little unwise?

REVERB | (Pauses) Synapse studies Thought Force, the phenomenon that allows the cults to hold their gods ransom to serve their financial gain, and a phenomenon they don't want you to know about. Now, onto the show...

GUTTER GOSSIP

THE PLANES OF EXISTENCE

While the nature of the majority of the planar layers are a mystery to Aysta, there are a few planes that are well known. These are the planar layers above and below the layer of the Material Plane; the Astral Plane above, and the Sunken Plane below, as well as the border plane between them and the Material Plane; the Ethereal Plane above, and the Emissive plane below.

Each of the non-border planes, such as the Material Plane and Astral Plane, are made up of many, many different dimensions. These dimensions are a representation of various bubbles of thought of those in the planes below—different ideas, often thought by different groups of creatures.

The plane shift spell sends creatures to a different dimension within their current plane rather than a different plane itself. *Etherealness* and *astral projection* still work as normal, letting creatures travel between the planar layers.

MATERIAL PLANE

The Material Plane has dimensions with the most recognizable elements to the people in Aysta. Aysta itself lies within the Material Plane in a dimension known as the Prime Dimension, on a planet known as **Surkana**. This planet lives within an entire universe, with its system hosting a single sun and a single moon, along with four other planets.

OTHER MATERIAL DIMENSIONS

Along with the Prime Dimension, there are a myriad of other dimensions that exist within the Material Plane. Other than through spells, these dimensions are often accessed through areas of cosmic weakness in each of the dimensions. For example, when walking into an ancient, hollowed tree in an intensely magical area, you could suddenly find yourself in a different dimension entirely. There are also ancient structures; crafted portals, that link dimensions, which often currently lie in the Overgrowth.

While there are an uncountable amount of dimensions within the Material Plane, here are a few documented ones of interest:

Scrapland. Scrapland is a dimension that used to be a place of luscious greenery that now hosts mountains of scrap metal and garbage. When the *pocket dimension* spell empties its contents in Aysta, they always appear out of the sky in this dimension, and as Prismatic Falls grew bigger and bigger, the trash piles in Scrapland grew larger and larger. There is a mole-like species living in this dimension greatly impaired by the falling trash. They also craft the piles of scrap metal into tools and shelters.

ASTRAL PLANE

ETHEREAL PLANE

MATERIAL PLANE

EMISSIVE PLANE

SUNKEN PLANE

Elementara. In this dimension, the world is split into seven powerful elements that reign over the structure of the world. Those who live there each have the ability to manipulate one of those seven elements each.

Spectra. Spectra is a shadowy, eerie land that spreads forever in all directions. Sight is limited, and it is filled with large, dark medieval structures. The only life present there are undead, which revive upon death and live out their lives by fighting each other for an endless eternity.

The Cosmic Sea. The Cosmic Sea is a mystifying dimension of quasi-thoughts, a dark expanse with no gravity that contains a variety of floating structures. Each of these floating structures leads to another dimension, making it a perfect place to travel between far dimensions.

ETHEREAL PLANE

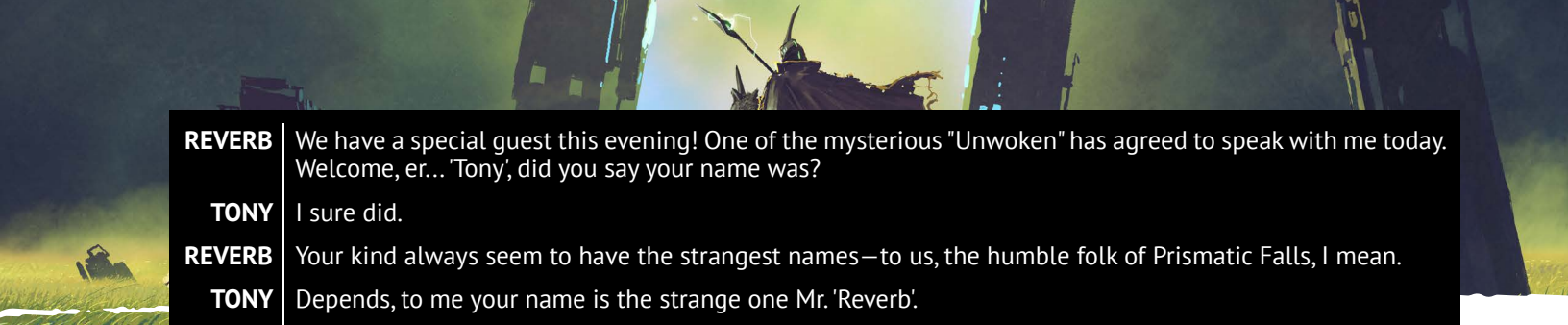
The Ethereal Plane borders the Material Plane and Astral Plane, acting as the bridge between the two locations; a border between the material and the plane where their thoughts reside. Here, the concepts of material and thought converge into a fantastical space of blurred details and shadows of what lies above and below it. Along with incorporeal undead, the souls of those on the Material Plane which are a representation of their consciousness, exist here.

Every location on the Material Plane has a corresponding location in the Ethereal Plane, though locations within it appear without color or detail. In Prismatic Falls, the Ethereal Plane is used as a second world known as Soulspace. For more, see page 171.

SOULS

Whether it be a humanoid, a rat, or an ancient dragon, every conscious creature on the Material Plane has a soul. This soul is the representation of their consciousness, and it exists at the corresponding point in the Ethereal Plane. These souls can't be normally seen on the Material Plane, but do appear as a small radiant orb when removed from a creature, such as when the *capture soul* spell is used.

These souls are a creature's connection to the plane above, and how their thoughts and beliefs affect it. The soul is also where a creature's mana is derived from and is how they can use magic, which is why the overuse of magic damages the Ethereal Plane and has broken parts of it in the past.



REVERB	We have a special guest this evening! One of the mysterious "Unwoken" has agreed to speak with me today. Welcome, er... 'Tony', did you say your name was?
TONY	I sure did.
REVERB	Your kind always seem to have the strangest names—to us, the humble folk of Prismatic Falls, I mean.
TONY	Depends, to me your name is the strange one Mr. 'Reverb'.
REVERB	(chuckles) I suppose you've got a point. Now, the question everyone's been waiting for—where are you Unwoken from? What can you tell us of your home?
TONY	It's funny, have you ever forgotten something, but known that it's just sitting there waiting in the back of your brain? Like remembering a dream.
REVERB	You try to hold onto it, and when you go to explain it all the details turn fuzzy. Yes, I think we can all sympathize!
TONY	Well, it's almost the other way around. This is my dream, and my waking world is... different. Vehicles powered by tiny explosions, globes of sunlight that shine through the night. Everyone and everything here in the Falls... it feels like fiction, and when I wake up...
REVERB	Yes?
TONY	(grins wickedly) Let's hope I don't.

– THE RAINY REPORT WITH REVERB

Consciousness cannot manifest without a soul, and a soul can only last a finite time without a conscious host—often 30 to 40 years, though a soul can last up to 100 years if the host was at peace with their death. Once a creature dies, so does the connection to their soul, and to revive them, another living creature must be sacrificed to bring them back (see page 208 for the specific rules).

ASTRAL PLANE

The Astral Plane is a dimension of what those on the Material consider thought. To material visitors, it appears as a vast and colorful sea of blobs of iridescent swirling colors. It is almost impossible to make out details, and no solid matter exists. They float among this space, pulled towards vibrant portals to distant areas on the plane. Those who have been there describe it as like a vivid dream.

The creatures that live on this plane—including gods, fiends, celestials, and living nightmares, were all brought forth by thoughts of those on the Material Plane. While they first manifested by such emotions, just like those in the Material Plane, they grew, fought, and developed, cementing themselves as their own beings. Such creatures view the Astral Plane as coherent, while it may not necessarily consist of matter as we know it—to them, it is normal.

THE GODS

As the most powerful beliefs in Aysta, the gods exist as the most powerful beings within the Astral Plane. Ever since the Ethereal Break, it has been known that these gods are insurmountably real—as evidence of their existence has leaked into the Material Plane. This has created a powerful positive feedback loop for such gods; because those on the material know they are real, they continue to be. This phenomenon has been abused by both the gods and followers alike—gods making deals with their followers to

spread their belief and make themselves stronger, while the followers bargaining for divine gifts from their gods in return. For more on the gods and the cults that have formed around them, see page 137.

THE VOID

The Void refers to the section of the Astral Plane where the darkest thoughts of those on the Material Plane lie. Their intense fears, their vicious hatreds, their deepest miseries. In this place, creatures referred to as living nightmares lie; terrifying representations of the greatest fears of the Material Plane. These creatures leak down to the Material Plane in places of high magic—such as Prismatic Falls, terrorizing citizens and causing havoc. For more on living nightmares and how to use them in stories, see page 228.

EMISSIVE PLANE

Similar to the Ethereal Plane, the Emissive Plane is a border between the Material Plane and the Sunken Plane. There are no spells or creatures known to the Material Plane that can travel to it, so details of what it is like there are sparse. As far as theories go, the Emissive Plane is likely a combination of material matter and whatever the Sunken Plane is made of.

SUNKEN PLANE

Little is known about the Sunken Plane, which resides in the layer below the Material Plane, but the most studied academics agree that due to what the Material Plane has become, the Sunken Plane must consist of a mundane world with creatures that may be not much different from those on the Material Plane. The human-like Unwoken (see page 42) are theorized to have come from the Sunken Plane, though many of the Unwoken's stories have been lost to the ages.

THE HISTORY OF AYSTA

AP: Age of the Precursors | AE: Age of the Empire

- AP 500** **The Precursors disappear.** The most recent evidence of living Precursors, who lived where the Overgrowth is now, dates back to this approximate time.
- AP 293** **The Overgrowth appears;** plants in the area begin to grow large and at a rapid pace.
- AE 0** **The Iron Fist Empire** founds the First City.
- AE 104** **The beastfolk tribes** are established in the Overgrowth.
- AE 254** **The Veiled Blade Rebellion** puts the first emperor in charge.
- AE 1474** **The Battleborn Race** alchemically created by the Iron Fist Empire.
- AE 1510** **Kurug'dhal, the Dwarven Capital,** falls to the Iron Fist Empire.
- AE 1512** **Prismatic Falls (then called *Tiranval*)** settled by the refugeeed dwarves.
- AE 1569** **The Eternals** appear in the Overgrowth, inside the Ruined City.
- AE 1789** **Travelers are welcomed into Tiranval,** bringing their seven-god faith and primitive magical technology.
- AE 1821** **Rapid expansion of Tiranval,** as the city begins using the crystal mines to fuel newly invented crystal technology.
- AE 1854** **Cult-based government system** takes over Tiranval, and it is renamed to Prismatic Falls.
- AE 1885** **The Ethereal Break** occurs; some of the thoughts, beliefs, and fears of those in Aysta start to leak into the world and become real.
- AE 1896** **Infernal Engines invented and various spells discovered,** such as *stasis*, which changed the structure of Prismatic Falls, and transformed it into a vertical city.
- AE 1924** **Prismatic Falls** towers breach the clouds, and the Core is created.
- AE 1932** **The first Prismatic Falls revolt** (wiped from history).
- AE 1934** **The Wanderer God** wiped from historical record (unsuccessfully). Six of the cults in Prismatic Falls remain.
- AE 1957** **The Overgrowth** exploration begins by investigative teams sent by the cults.
- AE 1975** **The Curseborn** appear, each of their original race being afflicted by a chaotic rift in the Prismatic Falls.
- AE 1987** **Beastfolk first contact** by investigative teams sent by the cults.
- AE 1999** **The Scorching Frontier** is explored further and colonies established there by the cults of Prismatic Falls.
- AE 2004** **The Molten Island** suddenly becomes active, beginning the never-ending rain in Prismatic Falls.
- AE 2026** **The Awakening** occurs; the phenomenon Thought Force is revealed to the public despite the cult's best efforts. The slums begin to worship the Wanderer god.
- AE 2027** **The second Prismatic Falls revolt** (stamped out before it began).
- AE 2035** **First record of Restitutioner activity;** crop circles begin to appear in the western Federation lands.
- AE 2045** **Southern federation** lands bought by Lord Trava of the Handmaidens.
- AE 2052** **The Iron Fist Empire shatters,** splitting it into seven states.
- AE 2082** **Current Year.**

WHAT'S NEXT?
THAT'S UP TO YOU NOW.



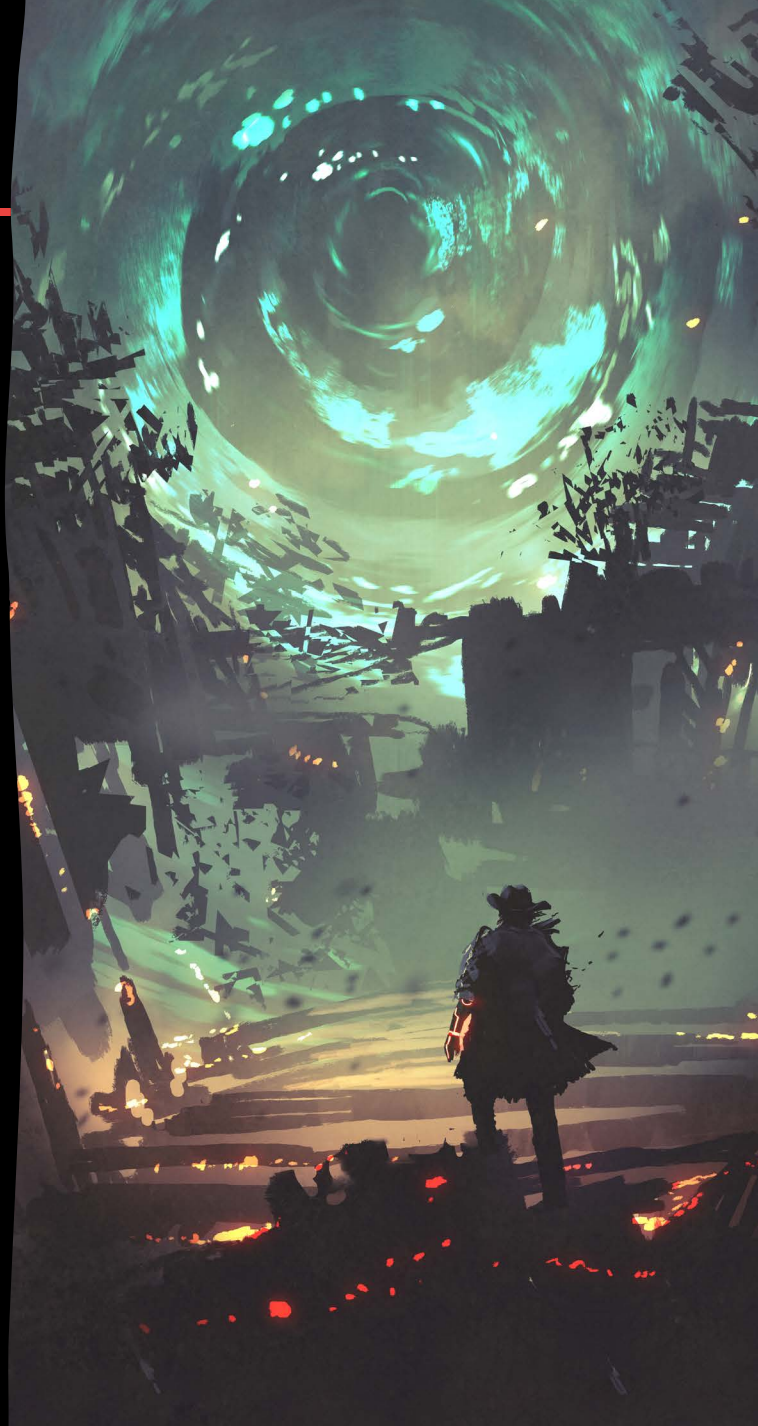
The history of Aysta is vast and mysterious. The details of each of its historical events are often debated, but certain significant events are well known, and such stories are spread throughout the continent. Two of the important stories are detailed in this section—the Ethereal Break and the Awakening. More of Aysta’s history, mostly relating to specific locations, can be found in the other sections of this chapter.

FROM THE BEGINNING...

Like most planar layers, the Material Plane began as a muddled mess of varying thoughts, the basis of what those below perceived as reality, or perhaps the heavens above.

Eons passed, and a set of creatures emerged, born by those below, evolving as their thoughts grew more coherent and consistent. There were the common races; thought to be a manifestation of mortality and a representation of those below—humans, halflings, dwarves, orcs, goblins, and many others. These intelligent races make up the common creatures of Aysta. But that wasn’t the only life—legendary creatures, such as dragons, giants, and elementals also roamed the lands. These beings are thought to be akin to gods to those below.

As this fantastical world progressed, the people of Aysta learned how to use magic for their own benefit and convenience, and then continued to progress their magical technology. This was with significant difficulty, as the technological improvements introduced by progress created nation-wide instability and the restructure of political powers. To this day, the continent still lacks peace. While they may have progressed technologically, the continent is just as war-filled and dangerous as times past.



REVERB	So you laid the groundwork for the discovery of crystal technology, Gizmo?
GIZMO	Indeed. I discovered that it was theoretically possible to channel a person’s mana through crystals into a focused blast—or even a spell, if they know how to cast it. Other scientists have taken my theories further, creating incredible applications even for those who cannot channel their magic naturally.
REVERB	Have you ever thought about the lasting effects of your research? The sufferi— [Suddenly, the <i>channel senses</i> vessel loses all of their senses without the spell ending. For a few minutes it stays this way, before sight and sound come rushing back.]
REVERB	As I was saying, your research has such a... profound legacy. Magitech has had tremendous effects on construction, transportation and business, not to mention arms manufacturers. Does the scale ever strike you?
GIZMO	(Nervously chuckles) Sometimes it does, but most of the time I can remind myself that the truly amazing applications of Crystaltech are other people’s work, and that I am more like the grandfather of it.
REVERB	Ah. So you’re detaching yourself from the bla— [The vessel loses senses again. This time, they do not come back, and after a few minutes, the <i>channel senses</i> spell ends.]

– THE RAINY REPORT WITH REVERB

THE ETHEREAL BREAK

As the smartest minds in Aysta began to deconstruct the inner workings of souls and the Ethereal Plane, technology advanced rapidly with each new discovery. Spells were cast more often, leaving further imprints on the Ethereal Plane; souls were used without a host to generate energy, disrupting the common flow, and many creatures began using power from their soul by utilizing arcane crystal technology. Since the birth of the planes, the Ethereal Plane and the Material Plane were separated—access between them was only facilitated through certain spells, and even then, creatures who did so required tethers. Moreover, it was impossible for creatures in the Astral Plane to come down to the Material Plane or affect it in a meaningful way, except for power through souls. While there was certainly stress on the Ethereal Plane due to the magic being used more and more often, none thought it was under threat. That is, until the Ethereal Break.

When the Ethereal Break occurred, surges of power broke a hole in the Ethereal Plane, which was holding the Astral Plane and Material Plane apart. Tears in space began to erupt in the Material Plane as the thoughts and beliefs of Aysta began to leak into the Material Plane and become real. Areas in Aysta were forever chaotically changed as the hopes and fears of Aysta projected themselves into the world, and magic grew stronger forever as each creature grew closer to their souls.

No one truly knows why the Ethereal Break occurred. There are some common theories as to why, which are listed below. One of these could be correct, or it could have happened for another reason entirely. Whatever the case, finding out why it happened might be key in trying to reverse or alleviate its effects.

THE CAUSE OF THE BREAK – 04

1. **A Terrible Experiment.** The Ethereal Break could be the result of a terrible experiment, perhaps attempting to send someone past the Ethereal Plane, trying to draw power from it, or simply something that required intense magical energy.
2. **The Overuse of Magic.** The Ethereal Break may have occurred simply to the overuse of magic, as Prismatic Falls was growing larger and larger. Reducing the amount of magic used may be able to mend the Ethereal Plane.
3. **The Will of The Gods.** The gods themselves could have willfully caused the Ethereal Break, wanting to spread their beliefs themselves in order to grow stronger. They might even be able to reverse it.
4. **The Merging of Planes.** All planes may have originally been one, and while they are now apart, they wish to recombine. The Ethereal Break was caused not by humans, but by the gradual return of planes to their natural order.

The result of such a break now causes sporadic rifts where magic is used in large quantities; where the beliefs, fears, emotions, and hopes of those in Aysta are brought forth as reality. Children's stories may become real and curses placed out of anger may begin to have actual effects. The gods' previously ambiguous existence was now verifiable fact. Terrifying bar stories told of nightmares may come alive and haunt those who thought of them. When a cult invents rituals for a gain, performing that ritual may actually grant them what they wish. When a group of vigilantes convinces a sector that they will be saved, a celestial might just come to the rescue.

After the Ethereal Break, the thoughts of individuals now shape the entire world. The world is driven by verbal contracts and emotions—one may endure a dark fate if they break a promise or go against their word. Consciousness, after the ethereal break, affects the fabric of reality, and most threatening creatures, now called living nightmares, are created out of the most powerful of emotions; fear. These creatures were never meant to interact with those that made them, and as their existence is confirmed through first-hand experience, they cement themselves as a species within the minds of those on the Material Plane. This positive feedback loop only creates more foul beings from the dark, and more danger for those on the Material Plane.

But this phenomenon wasn't always commonly known, even far after the Ethereal Break. That is, until **the Awakening** occurred.

REVERB

You can't buy the Awakening out of existence, as hard as you and the cults try. Suppressing the truth about Thought Force can only work for so long, and by trying to hide it you'll encourage clever people to learn how to abuse it.

SYNAPSE

It's all damage control, Reverb. The clerics maintain more control over the gods if the bulk of their followers don't realize the power they hold.

REVERB

This will come back to haunt you and the cults, Synapse. Mark my words.

GUTTER GOSSIP

THE AWAKENING

The first to truly understand the phenomenon of Thought Force were the cults of Prismatic Falls, who used that knowledge to make malicious bargains with their gods, spreading their belief of their god within the city in exchange for divine gifts. For an explanation on what Thought Force is, see page 121.

They kept knowledge of the phenomenon a secret in order to control it; attempting to spread false beliefs and rumors is much more difficult when the masses are aware of what such rumors can become. The cult leaders for the longest time only revealed such information to their highest ranking members and trusted peers, convincing their followers that their gods were stronger and stronger. It was effective, and tightened the cult's control over Prismatic Falls. This lie was kept secret for the longest time—until the Awakener appeared.

One elf—known as the **Awakener**, had somehow discovered the phenomenon of thought force. Any other details of this figure have been lost, in some cases due to purposeful efforts by the cults. This Awakener had begun to secretly reveal the information of Thought Force to groups within Prismatic Falls, showing them how the cults were maliciously abusing it. These efforts grew larger and larger, eventually leading to the Awakener appearing in a disguise over arcanocast, revealing the true nature of Thought Force to a massive audience. They also began to utter something that detailed a grand plan that some of the cults were involved in—but they were swiftly taken off air before they could say it.

After that arcanocast, the Awakener was never seen again, and the city shifted into a state of chaos for a few years—its people staging aggressive protests and riots against the cults. Information relating to Thought Force, along with the cults' attempts to control it, was buried.

None truly knows what happened to the Awakener or what the cults were planning—or if they are still planning it. There are some common theories as to why for both, listed in the following tables. One may be correct, or they all may be false. Whichever the case, finding the correct answers would be a very difficult endeavor.

THE FATE OF THE AWAKENER – D4

1. **They escaped.** The Awakener escaped alive and is still in hiding, and they still have information that Prismatic Falls needs to know.
2. **They are a ghost.** The Awakener died, but never passed on, and still remains as a powerful ghost in the Ethereal Plane.
3. **They are a cult leader.** The Awakener managed to sneak themselves into the high rankings of one of the cults, or perhaps was always one of them, and the Awakening was a malicious plan.
4. **They are an arcanocast host.** The Awakener managed to become a famous arcanocast host, perhaps disguised as someone else entirely. They might subtly try to positively influence the masses to this day.

THE GRAND PLAN OF THE CULTS – D4

1. **To Convert the Universe.** The cults wish to expand their teachings and power to all within their grasp. This includes both the dead and those beyond the Material Plane.
2. **To Overthrow the Gods.** The cults plan to overthrow the gods using their bargaining power, and might want to elevate their cult leaders to divine status.
3. **To Unlock Magitech Potential.** The cults believe the secrets of magitech are still hidden. Are there ways to influence the beliefs of an entire world at once? Could they find ways to directly shape reality?
4. **To Find Pathways to Other Worlds.** While some adjacent material dimensions are known, the cults suspect that there may be distant lands beyond the Astral and Sunken planes. They intend to identify, locate and study these far planes for anything that may be of use.

After the awakening and the ensuing efforts by the cults, many simply decided not to consider such theories; to those in Aysta, they often have much more to deal with than things so inconsequential to their day to day lives. The existence of such a theory, however, always lies in the back of people's minds—the cults find it more difficult to gain proper traction with their rumors. Now, only those phenomena that truly exist have real power over the Material Plane. Those that have proven themselves to be real through their effects, and those that interact the most with the populous of Aysta. But then again, those gods, living nightmares, and worldly rules could still all be a ruse, and might have just been made up recently by the cults. For those in Aysta, it's now truly impossible to know what was real originally, and what was fabricated by their collective imaginations.





MAGICAL TECHNOLOGY

Magic is an integral part of the continent of Aysta and the core of its advanced technology. The continent has developed spells and other types of magic to their limits; to the point that these fantastical powers have become technology.

Using magic, the continent has become a futuristic world **without the use of electricity or computers**—instead, magic is used to complete common tasks with efficiency and at large scales. There are not substitutes for all types of technology; especially for the internet—meaning that technologies such as information exchange are not as advanced as the futuristic world that Crystalpunk attempts to emulate. On the other hand, the continent has advanced further in other technological areas—such as having an easy way to remove waste and the ability to create floating structures.

MANA

Mana is the root of all magic on the Material Plane. It is the power behind all magic: spells, magical creatures, magical items and arcane devices. It is pure cosmic energy capable of bending reality itself and a fundamental part of how civilization functions in Aysta.

Mana is energy born from the soul. In the past, no humanoid knew how to utilize this mystical power. While some creatures, such as dragons and giants, seemed to be able to use their innate mana with ease, humanoids struggled, and their internal power lay dormant. But as civilization progressed, spellcasters eventually emerged, able to channel their mana into powerful spells. This was the only purpose for mana and the only way to interact with it for many centuries.

But not so long ago, another method of accessing mana was invented—the Arcane Crystal. This mechanical catalyst allowed any intelligent creature to draw their mana through it, albeit at a slow rate. This allowed for handheld arcane tools and weaponry to be produced, and many everyday tasks grew easier.

In addition, a method for storing mana outside of a soul was discovered and implemented. This was raw, liquid mana, which allowed mana to be slowly harvested, stored, and used for larger tasks, even artificially casting spells. This raw mana often appears blue, but its color can vary wildly based on who generated the mana and their emotional state. These days, mana has become the primary source of power, especially in Prismatic Falls, and is used in almost every mechanical device.



**A CANISTER
OF RAW MANA**

GENERATING MANA

All mana must originate from a soul, and there are three main methods commonly used to acquire it.

FROM PEOPLE

The easiest method to acquire mana is by simply having someone place their hand on an arcane crystal and channel their mana into it, forming raw mana in a connected container. However, this method is extremely slow, and is only found in the slums of Prismatic Falls where people without other options are paid a low sum to siphon away their mana. Those who are employed in such a way are often referred to as Manaslaves. A person can produce 25 gp worth of mana this way in one work day—8 hours worth of channeling. While it is not the primary method for acquiring mana, there are still many factories for Manaslaves throughout Prismatic Falls.

FROM SOULS

The secondary method of producing mana is by capturing souls of the deceased humanoids and extracting mana from them over time. Devices that do this are called Soul Batteries. They are volatile and prone to forming rifts in reality, and as such are usually kept in remote locations, called spirit towers. These towers hold an enormous amount of Soul Batteries, and are placed in isolated regions because of their intense magical presence, which causes dangerous rifts to appear around them often. Mana is pumped out of these souls to locations where required.

Souls placed in Soul Batteries can no longer be revived through conventional spells and experience constant pain while inside. They eventually wither away after about 40 years of use, but can produce 100 gp worth of mana every 24 hours. They can also be used to cast spells or be used as the core of a soulfueled (a construct race, see page 38), serving as their power source. If a soul died peacefully or was in acceptance of its use after death, these batteries can instead last up to 100 years.

WHAT ABOUT ANIMAL SOULS?

Animal souls can also be used in Soul Batteries, but as those animal souls are far less intelligent than humanoid souls, so they output very little mana each day—so little that it is often not viable to use animal-based Soul Batteries at all.

FROM THE GODS

Mana is also sometimes gifted from the gods—acquired through bargains with them by the cults of Prismatic Falls. This is often referred to as Astral Power. This powerful mana is rarely seen by anyone other than the highest-ranking members of the cults, and it magically manifests at the top of the highest towers in Prismatic Falls. For more, see the Dark Bargains section on page 139.

SPELLCASTING

Spells are an integral part of modern society, serving as the tools for many larger tasks. They are, in their purest form, the thoughts and desires from the user brought into reality by expending their internal mana. Similar to how consciousness manifests within the Astral Plane, spellcasters use hand gestures, words of power, and certain materials along with their mana to bend reality around them. In the beginning, magic was quite rudimentary, a simple spark of flame or a light gust of wind formed by a small amount of power from the soul. But as more and more began to use this power, these actions began to imprint themselves within the Ethereal Plane, forming molds for other spellcasters to use the same types of magic, increasing their strength. These actions cemented themselves as spells, and they continued to fill the barrier more and more. As the Ethereal Plane continued to be molded, the space grew full, and creating new spells became extremely difficult.

TWO TYPES OF SPELLCASTERS

In Aysta there are two types of spellcasters: Adepts and Mana Technicians (commonly known as Manateks). Adepts are traditional spellcasters who use their own mana to cast spells, consisting of the spellcasting classes available to players characters and better fit for combat. Manateks are modern spellcasters who utilize external sources of mana to cast spells, fit for a variety of different tasks but lacking in combat capabilities. A character can be a Manatek by choosing the Mana Technician feat found on page 105 or the Spellworker background on page 93. Common Manatek spell setups can be found under that background. Finally, for some Manatek stat blocks, see page 226.

SPELL CATALYSTS

In order for spellcasters to cast spells, they first require a catalyst. For Adepts, these catalysts tend to be more traditional and define the type of spellcaster they are—a wizard casts spells through their study of magic, a cleric through the power granted to them by their god, and a paladin through their conviction to their oath.

Manateks, on the other hand, most often use mechanical catalysts. For such catalysts to be effective, a large part of a Manatek's body must be replaced with it for it to function. As such, the most common Manatek catalyst is that of an Arcane Prosthetic, which replaces their arm and is fit to connect to an external mana source or house a single soul.

Manateks and Adepts also have the ability to use the others' type of catalyst, but it is a rare sight. You may find a sorcerer who uses an Arcane Prosthetic to help push mana out of their soul, or a Manatek who relies on a patron to allow them to convert mana into spells.

ADEPT SPELLCASTING

All adepts are keenly aware of the flow of mana in their body, as it is the power source behind their spells. While casting cantrips and rituals take from this well of power at a slow rate, casting higher level spells forces the spellcaster to expend mana at a faster rate, fatiguing their soul. When a spellcaster runs out of spell slots to cast their spells, they have strained their soul too much, though it will recover over time.

The amount of mana a spellcaster can draw this way before being fatigued is determined by their experience with spellcasting. As a spellcaster practices, their connection to their soul grows, and they are able to cast higher level spells and more spells more often.

MANATEK SPELLCASTING

All spells that Manateks can cast have been altered and manufactured to cast using external sources of mana and without a traditional catalyst. Only spells useful to Manateks have been altered this way, and thus Manateks can only cast those spells. A side effect of these alterations is that Manateks can only cast spells of 1st-level or higher as rituals, meaning that it takes them much longer than an adept to cast those same spells.

A Manatek can only cast spells of up to 3rd-level. However, by utilizing an Infernal Engine (which is detailed in the 'Magical Machines' section below) as the catalyst and a soul as fuel, multiple Manateks can come together to cast spells up to 5th level, though it requires specially made prosthetics. The following table lists the spell costs for Manateks for each spell level they can cast, in addition to any material components of the spell.

SPELL LVL	COST IN MANA	CASTS WHEN DIRECTLY USING A SOUL
0th*	0 gp	Infinite
1st	10 gp	50 times
2nd	40 gp	12 times
3rd	80 gp	6 times
4th	—	Twice
5th	—	Once

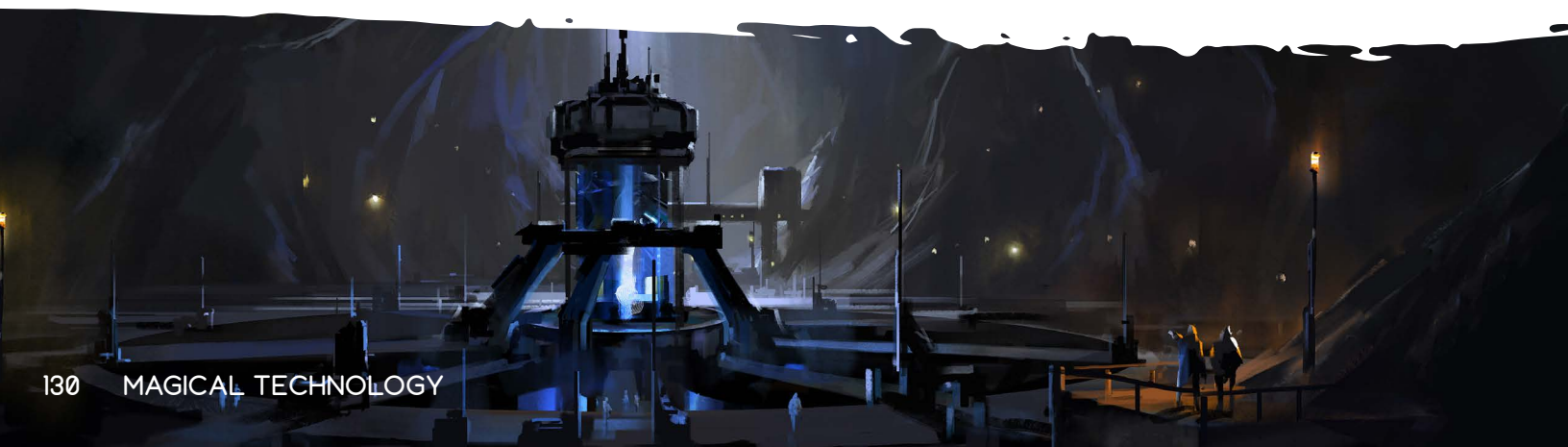
**or any spell of 3rd-level or lower with the ritual tag*

ARCANE POLLUTION

In Prismatic Falls, spells are cast more and more frequently. As this frequency increases to unstable amounts, the molds on the Ethereal Plane begin to crack, creating rifts of chaotic energy that causes creatures from the upper planes to start to leak in. Citizens of Prismatic Falls call these creatures living nightmares, which appear as manifestations of the citizen's greatest fears. For more on living nightmares and how to use them in stories, see page 228.

MAGICAL MACHINES

The other major way mana is utilized in Aysta is through arcane machines, which take raw mana and convert them into simple actions, such as rotation, thrust, and arcane blasts. Because these actions are much simpler than spells, these arcane machines often have no problem performing them with ease, though much more strenuous tasks require much stronger mechanisms. Regardless, each of these magical machines feature the Arcane Crystal as an integral part of their design.





ARCANE CRYSTALS

ARCANE CRYSTALS

The arcane crystal was first discovered in the mining site which now lays under Prismatic Falls. It consisted of regular crystal clusters imbued with powerful, naturally occurring magic. Experiments with other crystals led to the discovery of how to manufacture these arcane crystals, which was as simple as imbuing regular crystals with mana. Not all crystals respond to this magic, however; only certain ones end up becoming arcane crystals. Those that fail to hold mana, the mundane crystals, are instead used as currency.

Arcane crystals allowed any intelligent creature to draw mana through them, opening a myriad of opportunities in technology developed around them. Further experimentation with them led to discoveries such as precise cutting methods and connecting them to runes which allowed the mana to be directed into simple actions, opening the path to arcane machinery.

ARCANE TOOLS

Arcane tools are handheld items that perform a variety of automated tasks. They are built using an Arcane Crystal as the activator and work similar to cantrips in terms of the amount of mana drawn.

HOW THEY WORK

There are a few different methods of transferring mana from the user to an action within the tool, but the most common are Runetech tools and Arcatech tools.

Runetech. These devices use runic, engraved lines outwards from crystals to transfer mana. These are often used on the outside of objects to prevent limiting the flow of magic, and enchant the object or direct the power to a certain location.

Arcatech. These devices use specific, molded components infused with a large amount of magic, which when activated, form elements of pure physical mana that can be manipulated by the user. These are most often used in weapons, but also have uses in hand tools that need to efficiently cut material.

Other. There are many other methods to create arcane tools, but they are not used often. One notable one is sorcerfice, which infuses magic directly into items using ancient methods. It is most often used to create magic items, and requires a lot of mana to perform.

TYPES OF ARCANE TOOLS

Arcane tools come in a variety of shapes and sizes and fit a variety of different purposes, but here are the most commonly used ones.

Handtools. The most common arcane tools are simple hand tools, such as flashlights, drills, and saws. Watches are also common and cheap. More powerful tools, such as the Antimagic Shackles, come in the form of magic items.

Weapons. Both arcane firearms and arcane melee weapons are common throughout Aysta and use the same technology as arcane tools. Arcane firearms propel Mana from the user as magical blasts, while the melee weapons use arcatech parts to strike with immense force.

Spellcasting Focuses. Many arcane spellcasters (such as wizards and sorcerers) use channeling firearms as their spellcasting focuses, which are arcane tools that are very similar to arcane firearms in shape and function.

Instruments. Arcane technology can create artificial sound and amplify the sound of mundane instruments. While traditional instruments still exist, most have been adapted to the modern magitech era, allowing for live audio modifications and sounds never possible before.

Prosthetics. Arcane Prosthetics are a special type of arcane tool which are fit for more complex tasks. They require a replacement of a body part to function, so that the connection point can be closer to the core of the user. The most common ones replace fingers or the hand and are magic items, three variants of which can be found in the Magic Item section on page 102. The prosthetic that Manateks use to cast spells is also one of these arcane tools, and the Method of Innovation evolutionist subclass takes these tools to the next level, using them for combat.

ARCANE ENGINES

Some tasks are simply too strenuous to be performed by arcane tools, and instead require Arcane Engines. These engines don't require raw mana, and instead, use a special power source as both the fuel and the engine. There are two types of Arcane Engines, one that uses souls, and an even more powerful one which uses demons.

SOUL ENGINES

Soul Engines, similarly to Soul Batteries, use captured souls. Instead of turning the power into Mana, it turns it directly into a specific action, with much more force than an arcane tool. Engines are just as, if not more, volatile than Soul Batteries. There are two primary uses for Soul Engines:

Autospells. Autospells are automatic spellcasting machines that use souls to function. They take twice as much time as a Manatek casting the same spell, but they do not require an operator. Like Manateks, Autospells can cast spells up to 3rd-level, but each is only designed for one spell. One unique feature they have over Manateks is that they are able to force spells that have a range of 'self' to target a creature using the Autospell instead, allowing spells like *ethereal jaunt* and *alter self* to be used with these Autospells. A creature requires an Arcane Prosthetic of at least arm-size to slot into the Autospell to use this feature, however.

Soulfueled. The soulfueled, which are a race of arcane robots, use Soul Engines as their primary source of power. To them, it is their heart, and they cannot live without it. See page 38 for more information on the soulfueled.

INFERNAL ENGINES

The most powerful of arcane machinery are Infernal Engines. These used trapped demons hooked up with arcane chains, which draw energy from the creature and use it to power the machine. To keep the demon alive, it is fed a few souls every few months (based on the size of the demon). Note that other creatures can also be used, but demons are the most common and easy to attain. As one might expect, they are very dangerous, and must be kept secure at all times. Infernal Engines have four commonly used applications:

Vehicles. One use of Infernal Engines is within personal vehicles. Cars, bikes, and airships all use Infernal Engines to power them. Smaller vehicles might use Imps or Hell Hounds, while larger vehicles such as airships need a lot of power, and use demons such as Glabrezu to power them.

Trains & Elevators. Like vehicles, trains are also powered by Infernal Engines. To travel up the large spires of Prismatic Falls, vertical models of these

trains (more commonly referred to as elevators) are used, which often require multiple Infernal Engines to function.

Manatek Spell Engines. Infernal Engines are also used as aids to Manateks in order for them to cast spells of 4th and 5th level. They can do this using three or more Manateks and an Infernal Engine machine specifically built to cast that spell, often called a Spell Engine.

Infernal Juggernauts. Infernal Juggernauts are gargantuan soulfueled powered by both a Soul Engine and an Infernal Engine. These are powerful combatants used to defend the most important locations. For a stat block, see page 227.

MAGIC ITEMS

A rifle of fireballs? Sure, but it'll cost ya'—it'll be five large worth of gems, do you have the rocks for that?

— Renegade, a magic item vendor

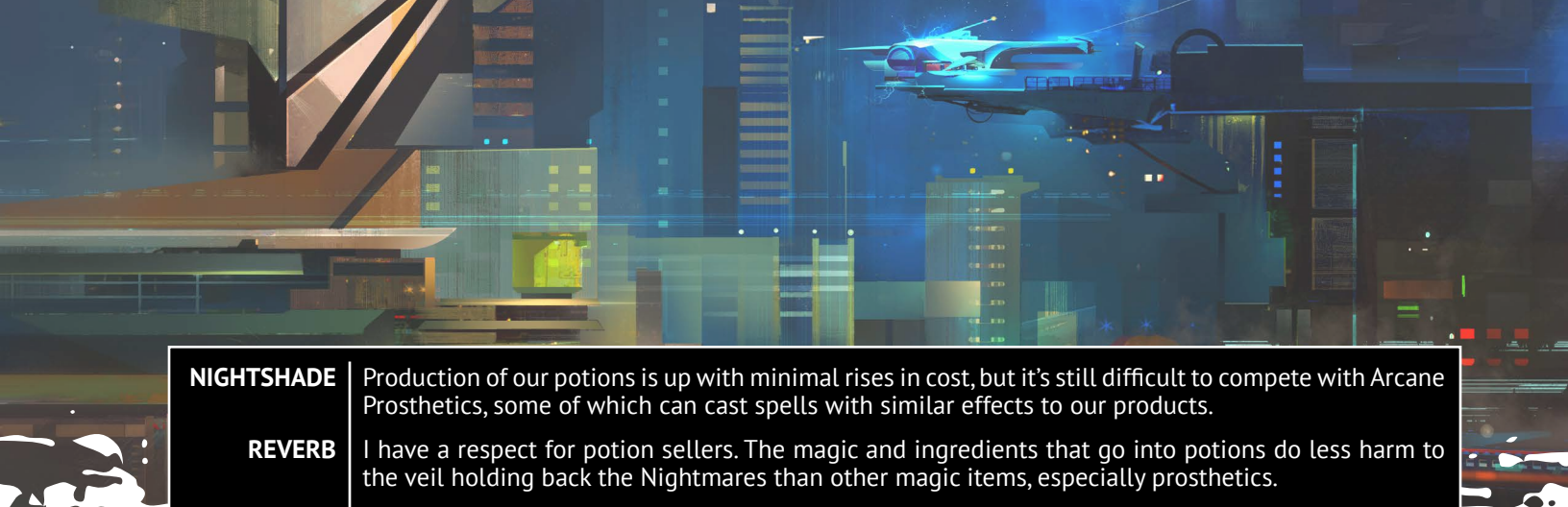
Magic items are extremely common in Aysta though they function quite differently than normal. Primarily, each magic item requires a substantial connection to the user's mana, resulting in each person only being able to use a few magic items at a time. This is represented by the new Magic Item Slots rule found on page 206, and is the primary distinction between magic items and arcane tools.

Unless the item is quite rare, magical items are usually seen as the next technological stage of basic equipment. A +1 weapon is seen as simply a better version of its mundane variant, and these types of items are produced in mass quantities. Some magical items are much more elusive however, and have yet to be reproduced. These types of items often originate from ancient times, presumably created by the Precursors who lived where the Overgrowth exists now.

In Aysta, magical items aren't connected to any astrological occurrences or time based events. All magical items with charges instead regain charges after their user completes a long rest (as detailed on page 205). During this long rest, the user must engage in a special rituals to charge their Mana into it, which is unique to each magical item.

A MAGITECH WORLD

Life in Aysta revolves around magic technology. Each aspect of life has been changed drastically by what spells exist and what capabilities magical machines have. Prismatic Falls is at the pinnacle of this technology, featuring the most modern



NIGHTSHADE	Production of our potions is up with minimal rises in cost, but it's still difficult to compete with Arcane Prosthetics, some of which can cast spells with similar effects to our products.
REVERB	I have a respect for potion sellers. The magic and ingredients that go into potions do less harm to the veil holding back the Nightmares than other magic items, especially prosthetics.
NIGHTSHADE	Doesn't the Minstrel produce specialized ear prosthetics for <i>channel senses</i> ?
REVERB	There's a reason I refuse to advertise my network's products.

– THE RAINY REPORT WITH REVERB

technology on all of Aysta. The following section describes how magitech affects daily life, but note that only a portion of this technology is present in the Shattered Empire and the Scorching Frontier, and they completely lack the technology of the richer folk in Prismatic Falls. As for the Overgrowth, only travelers from outside would bring any type of advanced magical technology, with the natives of that area having none at all.

The following sections list various spells, most often performed by Manateks or through AutosPELLS. In some cases, Adepts also use these spells to perform similar tasks, though it is often a waste of their combative abilities. When spells are referenced in this section, they are noted in *italics*. If they are also **bold**, they are new spells that you can find in the SPELLS section on page 106.

CANTRIP FINGERS

One of the most common pieces of technology used is the Cantrip Prosthetics, which grants cantrips to otherwise mundane citizens. Many replace one or more of their fingers with this prosthetic, granting the practice the nickname 'Cantrip Fingers'.

Across all disciplines, the most commonly used cantrips are *prestidigitat*ion, used primarily for cleaning but also serving a variety of purposes, **search**, used to easily acquire simple bits of information, and *guidance*, used to assist in virtually any task. Other cantrips specific to certain disciplines are noted in the following sections.

GENERAL USE SPELLS

There are a few general use spells of 1st-level or higher used across disciplines. These are **minor telekinesis**, used as a convenient way to move heavy or dangerous objects, and *find familiar*, which can perform a variety of different tasks and lasts indefinitely after the spell is first cast. As such, almost every Manatek has their own familiar.

ADVERTISEMENT

Holographic image combined with *magic mouth* allows for advertisements with both physical and audio components, which are often strewn throughout cities. Manateks must replace these monthly, and many train their imagination to use the spells more effectively. The **inscribe** cantrip is also sometimes used to create cheaply written signs that don't require mana.

COMMUNICATION

The Meeting Stone magic item (see page 104) is the primary method of long range communication. These runed stones open portal-like discs in front of users which display the other participant, where they can then talk face to face. With the infrastructure of sigils that Prismatic Falls has, these stones can be used for communication at long range. Almost everyone has a Meeting Stone—and it's not uncommon to see people chatting on the streets using the spell.

For other forms of communication, ravens created by *find familiar* are used to send mail, delivered along with a message that they mimic. This results in many ravens often flying throughout the Prismatic Falls. The *animal messenger* spell is also used quite often, only adding to the amount of birds flying around the city. **Inscribe** is used to easily create message boards and physical, forum-like conversations in various areas, either in the Material Plane or soul space. The latter is primarily used for secret conversations with specific locations, and if more security is needed, *illusory script* is used instead.

Other SPELLS. *Thaumaturgy*, *message*, and *comprehend languages* are also often used by communicators.

INFORMATION STORAGE

Information exchange is quite primitive—libraries are still quite common and active, though most contain objects with the **imbue knowledge** spell cast on them. These are often referred to as 'thought

repositories, and they contain a wide range of information, which includes many Journal Stones from many famous figures of the past. Journal Stones are runed stones that can cast the **imbue knowledge** spell on itself, which many use as audio diaries (see page 102 for the magic item).

CONSTRUCTION

Levitate, **minor telekinesis**, and **break/repair** make up the fundamentals of large scale construction. **Break/repair** also has its uses in smaller scale construction, such as jewelry and pottery. For intricate art projects, specialists use *fabricate* to create large scale, detailed monuments.

Stasis is a unique spell allowing for floating buildings to be created, as well as providing support for large skyscrapers. It is almost always used in large projects.

Other Spells. *Floating disks* and *unseen servants* are sometimes used on construction sites. *Wall of stone* is an expensive way to create large amounts of material.

CRIME

With an almost endless catalogue of versatile spells, crimes are much easier to commit. Most of the following spells are illegal in most areas, though that doesn't mean they aren't used often.

The spells that are most commonly used to get into places you shouldn't be in are **mute**, **knock**, **pass without trace**, **disguise self**, and **invisibility**. Those looking at disabling or bypassing arcane security systems use *dispel magic*, *find traps*, *nondetection*, and *arcanist's magic aura*. Those that are looking at tearing things down use *dispel magic* to destroy **stasis** points on buildings and **holographic image** to create arcane graffiti. Finally, those that prefer more subtle and deceptive crimes use *detect thoughts*, *charm person*, and *suggestion*. **Binding contract** is also used to force creatures into performing tasks when used while threatening something far worse.

DIVINATION

Augury and *divination* are often used to aid decision making, though they are not always accurate. The results of these spells can be limited or manipulated by the caster's deity, which are not often not knowledgeable of the intents and actions of other gods.

ENTERTAINMENT

Live shows are the most common type of entertainment, either on news sets, theaters, or in the many bars sprawled throughout cities. *Thaumaturgy*, *dancing lights*, **minor Illusion**, **major image** and other illusion spells are used to enhance the visuals of these live shows, while arcane instruments aid the audio. Most entertainment events are equipped with sigils from the **visions of old** spell, allowing them to be replayed at a later date.

While many show up to these shows live, **channel senses** is the primary way most listen or view them, as they tune into a designated person in the audience either by casting the spell themselves or using an Autospell box that can display both visuals and sound. Shows broadcast over **channel senses** are called arcanocasts, and there are many shows which air at regular times, with names of the vessels distributed through *inscribe* noticeboards or newspapers. One particular type of arcanocast involves celebrities with bird familiars that fly behind them as they go about their daily lives—their fans watching eagerly through the familiar's eyes. Others sell adventurous experiences through their familiars, such as the feeling of flying. Others sell more intimate experiences through themselves.

Soulspace is also often used as an escape from reality for many. Through the **ethereal jaunt** spell, many adopt different personas and live much of their life on the plane. See the Soulspace section on page 171 for more information.

There are also other forms of entertainment available, such as bars with dance floors, arcane narcotics, various sports, and much more. There is always something to do in Prismatic Falls if you have the time and gems. For more, see page 153.

FASHION

In the world of fashion, *alter self* is used extremely often compared to its *disguise self* counterpart, as the illusion is often easy to see through. This allows for anyone who can afford the spell to maintain a different appearance, even on the Material Plane. One limitation to the spell, however, is any prosthetic (such as the arm prosthetic required to cast it as a Manatek or through an Autospell) cannot be changed by the spell. This results in many incorporating Arcane Prosthetics into their look, and it is often a clear indication that someone is using the spell.

FOOD & WATER

Various systems are used in the production and preparation of food and water.

AGRICULTURE

Agriculture is boosted greatly by *plant growth*, which doubles crop yield. Crop fields are organised into circles to maximize this effect, and pumps specifically make their way to the center to allow Manateks to cast the spell. *Plant growth* does, however, drain the soil of its minerals much faster, so it must be remineralized often.

WATER

With the never ending rain of Prismatic Falls, water is often not a problem. There, water is transported around using Infernal Engine pumps. *Create food and water* can be very useful in other locations where water is hard to come by, such as the Scorching Frontier.

COOKING

Most cooking is aided through simple fire spells, but it is otherwise cooked normally. However, almost all foods are then spiced up with a bit of *prestidigitation*. The most skilled chefs use *create food and water* and their knowledge of the spell to create perfect dishes. It takes years to train to use the spell in such a way, and only the rich ever eat such meals.

HEATING & COOLING

Artificial heating and cooling are mostly handled by the *warm/chill* spell. It takes quite a while to be cast, so those that can afford it often use an auto-spell to cast it.

LIGHTING

Most lighting is by the *light* and *continual flame* spells. The former is used when lights need to be turned off, and the later when they can be left on forever. *Holographic images* are also sometimes used for decorative lighting, since the spell can be programmed to change.

MANUFACTURING

Magical machines assist in the manufacturing process greatly, allowing for automatic construction of many materials. *Mending*, *break/repair*, *warm/chill*, and *heat metal* are also used in various manufacturing processes.

MEDICINE & PROTECTION

Non-magical medicine is uncommon in areas with advanced magic. *Lesser restoration*, *remove curse*, and *greater restoration* are the most common healing spells used by Manateks, though many can't afford them. Arcane Prosthetics are also used to replace limbs. Spells that directly restore hit points have not been researched to be available to Manateks or Autospells yet, as they are largely ineffective unless the target is fresh out of a battle.

Reincarnate protects the richest folk from fatal injuries, provided they keep consuming souls to cast the spell. (See the Soul Exchange rule on page 208). Some very important figures even have the *death ward* spell cast on them whenever they might be in any danger.

Finally, in areas in danger of attacks from monsters, the *hallow* spell is used to prevent them from entering.

POWER GENERATION

Mana, souls, and demons—the fuel of civilization, are harvested in a variety of different ways. For how mana is generated—see page 129. For souls and demons, see the following section.

Souls. Souls are harvested from the deceased, whether that death be from a firefight or of natural causes, and each citizen's soul often belongs to one of the cults. They are collected by Psychopomps, who are spellcasters, either a Manatek or Adept, that specialize in collecting souls. They are equipped to deal with those who might get in their way. For more information and a stat block, see page 222.

Demons. Most demons are hunted and captured by demon hunters in the Scorching Frontier, which has the highest demonic activity of all the continent. The demons are then transported back to locations where they are required, such as the city.

RESOURCE GATHERING

Gathering resources, such as mining, forestry, as well as oil and gas extraction, are mostly done with arcane tools. *Break/repair* and *minor telekinesis* are also used for large projects, and for the largest of projects, massive drills or extractors powered by Infernal Engines are used instead.

SECURITY & LAW ENFORCEMENT

There are a variety of different spells that aid security and law enforcement.

SECURITY

Arcane lock is the major security spell used, and many doors that have the spell on lack door knobs. The *magic mouth* spell is also used in tightly guarded locations, often cast with the instructions to yell warnings such as "Intruder!" when anyone other than the designated people enter an area. For richer citizens or more important locations, *glyph of warding* and *private sanctum* are used for added security. *Detect poison and disease* is also often used to make sure food is safe.

SURVEILLANCE

Visions of old is an important spell for security. It allows for a dimly-glowing sigil to be placed in a location and an accurate vision of a time there to be replayed at a later date. It can be destroyed, however, so it mostly acts as a deterrent. Sigils from the visions of old spell can be found in almost every building that needs some kind of surveillance.

DETAINMENT

Most law enforcement are adepts, who use various spells to find and detain their targets. *Command*, *compelled duel* and *hold person* are often in their arsenal of spells. After capture, *binding contract* is used to allow the toughest criminals to be detained in jail for long periods of time without much hassle.

CRUX, A PSYCHOPOMP | Some believe that souls are sacred, that people like me shouldn't exist. They think that we should throw all of this technological advancement into a *pocket dimension* and start from the beginning. People like that aren't appreciative of our technology: they don't understand the luxury they are living in. To them, I say leave. Go be a hermit in the Overgrowth—**progress won't wait up for you.**

GUTTER GOSSIP

INVESTIGATION

There are many spells that aid in investigation, such as *zone of truth*, *visions of old*, *reveal secrets*, and *speak with dead*. That last spell, while useful, is often countered by criminals removing the mouths of their fatal victims, leading to a criminal practice of 'taking the jaw'.

STORAGE & WASTE

The *pocket dimension* spell provides an easy solution to both storage and waste management, allowing large amounts of items to be held in small containers, and all trash to be emptied into another dimension entirely.

In addition, many people have their own bag of holding, which comes in a variety of different forms. For example, some have it in the form of a backpack, others have it in the form of a purse.

TRANSPORTATION

Since transportation requires a lot of power, such vehicles are mainly powered by Infernal Engines. Trains, cars, arcane cycles, hovercraft and airships are all powered by Infernal Engines. Smaller vehicles such as hoverboards and powered skates don't need

such engines. Another common form of transport, especially for Manateks, is the *Phantom Steed* spell, which is most often used to travel shorter distances within the city to perform a routine of daily jobs.

Trains and elevators are a large part of transport in Prismatic Falls and its surrounding areas. With extremely tall buildings, the vertical train systems are integral to transport between vertical districts. The *levitate* spell is used by Manateks for smaller instances of vertical transportation, where they await passengers and lift them on a slab.

For the very rich or those who need to travel extremely long distances, *teleportation circle* is used. Ancient wizards have carved *teleportation circles* into slabs, which were uplifted from their original location and brought to major cities to be used.

WAR

Adepts are the main force behind arcane warfare. There are, however, technological advancements as well—tanks powered by Infernal Engines are often used as artillery, and Infernal Juggernauts are often used as front-line warriors. For a stat block, see page 227.

BELOW: DETECTIVES BEHIND A HOLOGRAPHIC IMAGE POLICE LINE, CREATING A PORTAL USING A MEETING STONE, AND USING THE VISIONS OF OLD SPELL TO PEER INTO THE PAST AND VIEW A RECENT MURDER



CULTS & RELIGIONS

Religion is the foundation of Aysta. Ever since the Ethereal Break, the effects of gods are made manifest in the world through apparitions, gifts, visions, and curses, giving credence to religious doctrine.

There are several prominent religions in Aysta. Chief among them is the core group of seven gods, called the **Pantheon of Seven**, which hold great sway in the city of Prismatic Falls. Other religions exist elsewhere and within the city, but are lesser in strength and believers.

Every god on Aysta exists—truly exists in the form their followers expect them to hold. Gods with corporeal appearances, such as the Pantheon of Seven, or the One, will be substantial to any followers who meet them. Others, like the Solidarity, or the Siblings of the Sky, are conceptual and are believed to touch all spaces at all times. They may still appear to their followers, but it will seem more akin to an abstract idea or calamitous natural aspect given some semblance of form than a creature of great power.

was their only role within society. However, several centuries ago when the town expanded into a small city, the cults became the leaders of not only the gods and their tenets, but of politics, of commerce and of culture. This was the beginning stages of the cult's transition into the megacorporation structure that rules Prismatic Falls and governs the Federation in the present day.

These include the cults of the Kingmaker, Contractor, Knight, Handmaiden, Minstrel, Reveler, and Wanderer, which together form the Pantheon of Seven. However, the followers of these cults preferred the term 'church' to 'cult', as the latter is considered to be derogatory. Nevertheless, it's a term popular throughout the city, and the unaffiliated and most of the affiliated refuse to use anything else as they believe it an apt term for the cult action.

Eventually, with the occurrence of the Ethereal Break, the cults became aware of their god's true existence. With the knowledge that more believers make the gods stronger, silent bargains between religious figures and these gods were made. The cults would gain untold power, and the gods would become stronger with every new believer.

Now, the cults' monopoly on industry within Prismatic Falls is unchallenged, and the leaders of the cults sit content in their seats of power. For more information on the role of the cults in governance, see page 151.

THE CULTS OF PRISMATIC FALLS

Prismatic Falls' cults are the backbone and governing body of the city. Initially, the cults simply guided the population towards the ideals they valued, and that

RELIGIONS

GOD	PROVINCES	KNOWN FOR	DOMAINS
THE CULTS OF PRISMATIC FALLS			
The Contractor	Logic, truth, wealth	Business, technology, apathy	Knowledge, Order
The Handmaiden	Family, nature, harvest, medicine	Farming, science, expansive	Nature, Life
The Kingmaker	Battle, magnetism, boldness	Entertainment, misinformation	War, Tempest
The Knight	Heroism, protection, bravery	Mercenaries, law, prejudice	Life, War
The Minstrel	Romance, trust, annihilation	Craft, art, music, assassins	Trickery, Forge
The Reveler	Fun, humor, camaraderie	High adrenaline, celebrations	Light, Trickery
The Wanderer	Cycle of life, wish, equalize	Rebels, the lost, new beginning	Knowledge, Trickery
OTHER RELIGIONS			
Siblings of the Sky	The Overgrowth	Natural cycles, souls, safety	Nature, Life, Light
Creed of the Frontier	The Frontier	Deals, penalties, survival	War, Forge, Trickery
The One	The Empire	Sorcery, conflict, hydra	Tempest, Order
The Solidarity	The Outer Reaches	Secrets, perfection, sacrifice	Knowledge, Grave, War



THE PANTHEON OF SEVEN

The Pantheon of Seven, or the Seven, is the collective term for the seven gods of Prismatic Falls. There is some contention around this name, as the Wanderer cult long ago rebelled against the other six cults and their manipulations, and since this time the Wanderer god and followers have been supposedly exiled from the city. Nonetheless, the Wanderer Cult maintains a strong presence among the lower levels of the city, and into the slums.

While all followers of the Pantheon of Seven believe in the existence of all gods of the pantheon, and even in others unrelated to their religion, their patron god is the only one they revere, pray to, and follow. Each of the Seven manifests in a Major or Minor form dependent on whether the follower is calling to their positive or negative characteristics. For example, the Handmaiden's Sage Major blesses the harvest and brings security, while the Glutton Minor curses others with disease and apathy.

CULT FOLLOWERS

There are several levels of association that any member of the Federation may have with the cults.

An unaffiliated citizen is one without a connection to any cult, this is usually due to a perceived or

real past wrongdoing, and these people often face ostracism from pro-cult citizens. However, many are also unaffiliated by choice in their attempt to defy the cults, and there are those who left due to mistreatment or conflict of morals.

Cult-affiliated citizens are not a member of a cult, instead they share a relationship with them to mutual benefit. This may include completing the occasional task for the cult, specifically purchasing their goods from them, or generally acting in the cult's best interests. An individual may have multiple cult affiliations at the same time, but not between cults that are at odds with one another.

A cult follower is a member of the cult, and there are several perks and protections that come with this status. While a follower is no longer able to be officially affiliated with other cults, if they were previously affiliated it is likely that their friendship will be remembered and maintained. Functionally, a follower exists as an employee of their cults, carrying out tasks and receiving benefits in turn.

A cult leader is an executive member of their cult. Situated above others, they manage follower activities and create future plans to ensure the long term prosperity of their cult. The specifics of each executive's role changes depending on the cult with which they are involved.

CULT & YOUR CHARACTER

When creating a character or NPC, consider if they are a follower. Here are a few reasons why someone would sign up to a cult:

- For acceptance into a job at a cult business.
- A genuine belief in the god and their provision of aid.
- For power, either magical or political.
- To follow a religion and fit into society.
- To help guide the unaffiliated towards the god.

When creating a cult-aligned character, also consider the Cultist background, which can be found on page 89.

GARNERING POWER FROM THE GODS

If you want your character to draw power from the Pantheon of Seven, choose cleric or warlock as your character class to represent that power. Druids and paladins also have the ability to draw some power from these gods in Aysta, however clerics and warlocks have a deeper connection.

CULT CLERICS

Clerics take a more disciplined, faithful approach to the worship of their god within a cult. They live by their gods' tenets and aim to please them with their actions, sometimes unwittingly to the detriment of others. When making a cleric cult character, consider the Missionary domain, which works well for all cults. You can find it on page 48.

CULT WARLOCKS

Unlike clerics, warlocks do not follow and worship their god—they instead make a bargain with them, often through one of that god's subordinates, such as a celestial or a cult leader. For these types of warlocks, their Otherworldly Patron option represents the pact that they made with their god, rather than a pact with an eldritch being. While such warlocks rarely directly contact their god, they regardless draw power from them in exchange for an unknown gift they must give up. These usually come in the form of a loss of Major cult traits, or the gain of Minor cult traits. See cult descriptions at the end of this section for more information.

If you make a warlock cult character, choose any appropriate Otherworldly Patron option for the god that you choose to follow. The Lost Soul patron, found on page 60, works particularly well for the Wanderer.

DARK BARGAINS

After the Ethereal Break, and people became aware of the power of their beliefs, the cults realized their strength to bargain with the gods. They made deals with the gods for a variety of things, in exchange spreading their faith amongst Federation people and increasing the gods' power as a result. The gods needed this to maintain power over mortals. If mortals believe the gods are omnipotent, omniscient beings, then that becomes the reality. Similarly, if the public majority believe the gods to be losing power, then they begin to weaken.

Many say that this use of godly power is abusive of the deities. The cults receive many luxuries from their patrons, as well as the theological backing caused by true miracles, signs, and blessings. However, in return the gods merely prolong their existence, their level of strength, personality traits, and core selves changed at the whims of mortals who don't truly know them.

THE OFFERINGS

Deals with the gods usually involving spreading their religion, however it can also involve sabotaging other gods and convincing the populace they are weaker. They can also involve public rituals to increase awareness of the god. This is a purely ceremonial process, with the sacrifice or offering an object related to the god. For example, money for the Contractor, or music and festivals for the Reveler.

THE REWARDS

Cults can receive many rewards from the gods for their efforts. Here are some examples, however other scenarios have also occurred.

Astral Power. Astral Power is the term used to describe the extremely powerful mana gifted by the gods, which is the primary reward given to the cults. This powerful mana beams down from the heavens as vibrant beams from the sky to the tallest towers in Prismatic Falls.

Summoned Servants. A less common reward is the gifting of celestials or fiends to carry out the bidding of their god-decreed masters. These will undertake any task given to them, to the word and only to the word.

Luxuries. Alternatively, material luxuries, priceless magic items and artifacts may be given to high-level cult followers or leaders.



THE CULT'S MYSTERIES

The cults all have secrets and activities they'd prefer to keep locked away, far from the prying eyes of the public. For example, the Knight's Seeker creation and R&D, the Handmaiden's research stations, or the Contractor's strange decision to throw money into a pit.

Hiding these activities from most serves to maintain the good faith of a cult's followers, and to prevent adding fuel to the already popular revolutionary movements. One of the cults' closely guarded secrets is how they rose to great power so quickly, their technology is far more advanced than surrounding nations, and this was achieved in a short time frame. It is likely that few would give this issue a second thought, but their efforts to guard this information implies there's something they need to hide.

HOW THE CULTS ROSE TO POWER

1. **There is no secret.** The rebels are lying to us all, and themselves.
2. **They brainwashed early Falls settlers with magic.** To empower themselves they bargained with their gods for access to divine magic, and thus gained the ability to cast a powerful, city-wide spell.
3. **They used a wish** from a magic deck of cards, which is now hidden away in a secret vault.
4. **The cultist outsiders infiltrated the infant city disguised as dwarven townspeople.** They worked to kill the dwarven leaders and disguise as them until their natural deaths. This was to the end of influencing policy and paving the way of later cult settlers.

CREATING A CULT

Feel free to create a custom cult for Prismatic Falls, using the existing cults as examples. When you do, consider where the cult operates from, their god's Major and Minor aspects, their god's appearance, any rituals or requirements that are needed as a follower of the cult, and how they interact with the other cults of the Falls and the city in its entirety.

REVERB	The Reveler's Circus is back in Prismatic Falls, and I'm joined by the ringleader, Eternity.
ETERNITY	Pleasure to be here! Have you ever been to the circus, Reverb?
REVERB	I have. Circus performers and cultists are actually fairly similar—very performative, and at the end of the day, it's all smoke and mirrors. [The vessel once again blacks out for a few moments]
REVERB	In other words, I think you'd make a great cleric, Eternity.

— THE RAINY REPORT WITH REVERB



THE CONTRACTOR

You've entered the Contractor's domain—state your business.

For those who believe in logic and truth, the Contractor holds business deals above all else. By far the most stable cult, it calls to those who hold wealth as a means to elevate an individual's life, and their soul, however their deals are often to the detriment of outsiders and enemies. Followers of the Contractor are required to install a special magical optical implant, provided by the cult (this does not take up any magic item slots) These are traceable, and will display the average price of items when requested.

Personification. A skeletal rectangular body wearing a figure-hugging suit, multiple unornamented metal rings on each hand, and a pair of reinforced metal shoes. In the god's left hand he is often presented carrying either an insignia-embossed briefcase, a soul battery, or several gem pieces.

Major: Executant, intelligence, order, truth, wealth, bargains, judgment.

Minor: Equivocator, psychopathy, consumerism, manipulation, materiality, apathy, fallacies

Followers. Those who follow the Contractor form company structures, and rarely venture outside the East sector. Instead, they request interested individuals to travel into their territory to the end of converting others or selling their goods. The most powerful of the Contractor Cult hold sway over the soul battery industry, and the majority of those in the Scorching Frontier have made trade arrangements with them regarding the sale and transport of fiends they capture there.

Associated Rituals. The Festival of Light takes place on the longest night of the year. It is a market-style event where every company within the East sector takes their wares to the streets, operating through stalls or in a roaming manner. Famous for the moving light illusions that give the festival its name, the Contractor Cult donates ten-percent of all proceeds to their central temple on the longest day of the year, pouring it into the Abyssal Pit which their temple presides over. The largest contributor to this stockpile is named the Contractor cult Council representative, which has been Drorn Fraxxis (an **Ancient Red Dragon**), for the past twenty five years. He has given the position to his daughter, Tiraer Fraxxis (an **Adult Red Dragon**), for the past five years.

Prominent Groups. Magi, the company behind soulfueled and soul battery production, has remained at the forefront of the Contractor cult since their rise to prominence a century ago. While it has passed hands several times, the eternal Mrininrar has ownership of over 35% of the company's profits, and the dragonborn Drorn Fraxxis owns 25%. The

other five owners of the company each hold 5 to 10% of the profits. While Mrininrar has the wealth to consistently win the Council Representative position, they have not made any contribution to the Abyssal Pit in recent decades, instead opting to travel throughout Aysta. As a result, Drorn Fraxxis is the public face of the Contractor cult.

Bases of Operation. The Temple of Fiscal Perpetuity (the 'Temple'), the Abyssal Pit, overground public train lines, spirit towers the Business Sector.

THE HANDMAIDEN

Welcome to the Church of the Handmaiden—let your steps be a wellspring whence foresight springs forth.

The god of family, disease prevention, and the harvest, the Handmaiden is said to be the source of all children and is often called upon in times of crisis. Seen as the most benevolent of the gods, it is difficult to summon the ire of the Glutton Minor, but when it arrives the prevented plagues or sources of confusion sweep the land. Followers of the Handmaiden are expected to minimize their use of magitech equipment, and travel outside the city to a nature center at least once per year.

Personification. An overweight, brown-robed individual whose smiling mouth peaks out beneath the shadows of a hooded cloak. In beringed hands the figure clutches a swaddled child and a sheaf of gold. At their feet lies flowers and newborn animals, with the animals and plants aging before turning to rot and decay in the god's wake.

Major: Sage, wisdom, convenience, comfort, energy, security, fertility.

Minor: Glutton, gullibility, lethargy, overindulgence, disease, depletion, stagnation.

Followers. The people of the Handmaiden are primarily known for the import of naturally grown produce into the city, whether that is trunkri—a fibrous grass-like plant used in the creation of cloth—or food such as grains, fruits or nuts. Their cult follows a monarchical system, and the same druid family has ruled for the past eight generations (with five sub-ruling families of druidic bent beneath them). It is this ruling family who chooses the Handmaiden's Prismatic Council representative, and the current representative has been in their position for over two decades.

Associated Rituals. The Wiseman's Decennale is the once per decade sacrifice of wisdom, where the oldest living member of the Handmaiden's cult is sacrificed during the full lunar eclipse. Sacrificial exception is given to the royal family, however no member of the cult eats for five days before or after the sacrifice, and they do not drink for a five hour window around the event. The sacrifice

REVERB	The Handmaiden's Decennale is fast approaching, as it has been so long since the last... celebration, I'm hoping Druid Flaxtail might shed some light on what all the decorations and greenery sprouting throughout the Handmaiden's Sector are for?
FLAXTAIL	At its core, the Decennale is a celebration of life. The Handmaiden gives us so many gifts, one with each baby that is born and another with every successful harvest. It is only right that when their light grows dark those who follow their ways celebrate these gifts, and most importantly give something back. My great grandfather is preparing for the sacrifice as we speak, it's such a joyous event, and he's so excited to have a chance at being reborn and staving off the darkness of death not only for himself, but-
REVERB	You mean he is to be killed?
FLAXTAIL	Sacrificed. It's a great honour –

– THE RAINY REPORT WITH REVERB

is conducted by the ruling monarch and occurs in their central temple, the “Evergreen Tree”; a large, hollowed, oak tree that is the largest living plant within Prismatic Falls.

The next baby to be born after the post-event fasting is deemed to be the sacrifice in a new, reborn form, and they are immediately sent to Fernell to live in service to the cult and royal family. Lesser sacrifices of animals or items of importance are conducted during the annual harvest festival, and don't require followers to venture outside of their local town. When growing up all members of the Handmaiden cult, including the royal family, live with others of the same age and are raised by the entire local community.

Prominent Groups. The current royal family of the Handmaiden—the Zars—have ruled for the past six generations, totaling 567 years. They reside in the Outer Reaches Handmaiden-only town of Fernell, and are of mixed elven and human blood. The previous leader, Verene Zars, was renowned for her expansion of Handmaiden influence. She accomplished this by strengthening their clout within Prismatic Falls through the import of essential goods (the raw materials used in unfilled soul battery production, and the food for the rapidly growing population), as well as the establishment of several external bases that gave the cult security from instability within major cities. Her successor, Geralyn Zars, has ruled for only three years and is viewed by those outside the Handmaiden Cult as a figurehead, a lesser version of her mother. This is an opinion that may prove fatal.

There are also a number of noble families that retain positions of responsibility within the cult, most prominent of which is the Greengate family who organize the creation of potions and traditional magic items. They handle all matters of importance within Prismatic Falls, and reside on the Prismatic Council.

Bases of Operation. Overgrowth research stations, Outer Reaches villages and farming operations, coastal fishing towns, trade outposts, Fernell, the Outer Reaches train line extending northward to Fernell, the Greengate Alchemy factories, and the Evergreen Tree.

THE KNIGHT

We are the Knights of the Falls and the fallen—we protect where others will not.



As the god of mercenaries, sentinels and those who defend the weak, the Knight inspires anyone who seeks to protect and preserve to follow through on their ideals. The cult manifests this in a way beneficial to themselves, protecting only those deemed worthy through monetary gain or those who act in a way aligned with their belief system. Followers of the Knight are required to wear the symbol of their cult somewhere on their person at all times. This should be displayed prominently, but official exceptions can be given by a Knight guild if going on a discrete mission. If a Knight follower recognizes another operating without their symbol, they may bring it up with their guild and issue penalties if one is found without an exception.

Personification. An imposing, frightful silhouette marks the appearance of the Knight. Their face is obscured by their archaic, armored helmet, and their body is covered completely in metal plating. In their hands are twin tower shields, which they use to protect both themselves and their followers from unseen enemies.

Major: Warden, strength, honor, honesty, valor, conformance, vindication.

Minor: Deserter, cowardice, obstinacy, moral superiority, condescension, miscalculation.

Followers. The followers of the Knight form guilds, the charter of which is automatically, magically updated upon the assumption of a new member and kept by the Judiciaries' Guild. These guilds operated from the North-West sector, and every guild member has their loyalty first to the Knight god, and second to the guild. This is a structure intended to foster unity among disparate and sometimes uncommunicative followers. Nevertheless, the Knight cult experiences the most infighting out of the Prismatic Falls cults. Many try to accuse other guilds of breaking laws to discredit them during Knight cult meetings, these are often antiquated examples yet to be written out of Federation law. As a result no Knight cult

followers will ride a spectral steed after 4pm, or eat moss mushrooms on a full moon. However, the Judiciaries guild has managed to maintain a persona of neutrality, and leads meetings of the Knight guilds to varying levels of success.

Associated Rituals. There are few rituals associated with the Knight cult as they believe in the law above all except for their god. Any time any individual either follows the law, or faces punishment for breaking it, the Knight cult believes that they grow a little stronger. A similar result arises when they believe they have taken out a threat or protected their interests.

Prominent Groups. The most prominent, and feared, members of the Knight's cult are the Executioner's Guild; mercenaries who dispense Seekers to those who pay the right price, or to defend the honor of the Knight by fighting all who oppose the cult and their values. Their research branch also deals with weapons development and creation, and while they've had mixed successes, the Seekers are a testament to their ingenuity.

Another prominent guild within the Knight cult are the Inquisitors, who have tasked themselves with policing the underground of Prismatic Falls. Easily recognizable by the Knight symbol emblazoned across the backs of their charcoal gray uniform, they are seen as meddling interlopers by opposing cults.

However, despite the power of these guilds, the leaders of the cult are the Judiciaries, a guild who deals in legal and inter-species community matters. They also, supposedly, lend help to the unaffiliated. Since the founding of the Prismatic Council the

Knight cult Council member has always been appointed by the Judiciaries.

Bases of Operation. The Gauntlet, the Factory, the Court, the Mines.

THE KINGMAKER

This is the Kingmakers—may fury follow you.

God of entertainment and misinformation, the Kingmaker manifests in the hearts of gangs, rebels and spies. By far the most chaotic god of the Pantheon, those who follow this god find themselves lost in war and carnage, their lives in constant upheaval against the unknowable whims of a primal force. Followers of the Kingmaker are expected to swear allegiance to either a gang or directly to the current King of the cult. With this oath comes the moral requirement to assist their gang or King without question when called. Leaders who abuse this privilege do not remain in power long.

Personification. A muscled form wearing thick boots, steel greaves, a brown tunic and a steel chestplate. A distinctly feminine, yet feral, face with shoddily-cropped hair often looking in the opposite direction to the halberd grasped within the gods' hands.

Major: Gladiator, charisma, entertainment, curiosity, intrigue, magnetism.

Minor: Mastermind, war, misinformation, fear-mongering, anger, lies.

Followers. Consisting of those living within the South sector, there exist many prominent gangs in the name of Kingmaker that constantly vie to become



the most powerful and hold dominion over their sector. Each gang is subject to their own hierarchy, however a standard set-up is for each gang leader to appoint one officer per 100 people, the officer to appoint one captain per 25 people, and the captain to find one group leader for every 5-man group. There are also independent members within the cult, but they generally hold little political sway.

Associated Rituals. The Tournament of Kings is held on the seventh day of each new year, and is the only time anyone may see the Kingmaker gangs gather in a semi-peaceful manner. The tournament-style bouts pit 5-man groups against one another, with the top two gangs staging a 20-day war across the sector to decide the Council representative for the Kingmaker cult, and determine who holds the most power. The leader of the winning group is crowned King for the year (this is a job title and isn't impacted by gender).

Prominent Groups. There are multiple gangs that operate under the Kingmaker banner, most infamous being the Stivers gang currently led by the Storm Giant, Maltross. Their symbol is the Kingmaker's halberd crossed with a mace, as it was the chosen weapon of the original leader, now deceased. The incorporation of the halberd in the gang's symbol is common among Kingmaker gangs to pay homage to their god.

In recent years two other gangs have risen to power, bringing new competition to the Tournament of Kings. This is viewed with great approval and excitement by Maltross, as the strength of rival gangs increases the strength of the Kingmaker cult as a whole.

Bases of Operation. The slums of Prismatic Falls, the Underground Railway (the 'Railway'), the Abyssal Pit, mixed success on diplomatic missions.



The curtains have risen—the Minstrel looks down upon you.

As the god of romance, trust, and annihilation, the Minstrel welcomes all into their arms but is relentlessly unforgiving towards those from without the cult. It is a god for those who believe that wars should be fought not with brute force and war cries, but with information, assassination, and carefully selected confrontation. Followers of the Minstrel are expected to perform the Bloodied Cup ritual, to ensure they keep the cult's secrets.

Personification. A skeletally thin figure, with long hair peeking out beneath bandage-like wrappings that cover the face to the knees. The god wears a crown, a sleeveless gray robe and sandals, while holding a quill in their left hand.

Major: Companion, dexterity, love, beauty, high emotion, empathy, loyalty.

Minor: Recluse, sociopathy, revenge, loneliness, concealment, self-sabotage, toxicity, betrayal.

Followers. Living within the North sector, but often traveling throughout the city, the followers of the Minstrel are the craftsmen, artists, musicians and courtesans of the world. Living off of their various talents, their services are rented to, or exclusively bought by, those in foreign sectors, which they utilize to gather information on the workings of opposing factions. Some have been found to infiltrate other cults, pitting them against one another as needed, however the scope of this operation is unknown to most members of opposing cults. Their cult is centralized, with one internal council manned by one member of each artisan type, and their representative for the Prismatic Council rotating every five years between each of these internal council members.

Associated Rituals. The Bloodied Cup is a goblet from which all members of the Minstrel cult are interconnected. Upon assuming membership, each follower extracts a pinprick of blood, ichor, or mana, that is then placed into the goblet and absorbed. Consequently, a death-for-punishment clause is appended to previously made and relevant Binding Contracts to the cult, thereby swearing the follower to loyalty and secrecy. The location of the goblet is known only by the Minstrel's Internal Council.

Prominent Groups. The artisan groups of the Minstrel cult are as follows: smiths, jewelers, clothiers, musicians, courtesans. Under these banners are several subgroups, such as the leatherworkers under the clothiers, and the firearms manufacturers under the smiths.

Bases of Operation. Manufacturing District factories, the Slum Markets, the Cloudtop Bazaar.



Another drink! And another—we'll make a Reveler out of you yet!

The god of celebrations, good humor and camaraderie, the Reveler encourages those who live under their banner to accept all the wonders of life. In practice, this has caused their followers to pursue forms of short term happiness to their detriment of their long-term survival, an issue further exacerbated by their Radical Minor which encourages such behavior. Followers of the Reveler often implant excessive amounts of magitech, to the end of enhancing their physical abilities, or perception of the world. They believe their improved senses bring them closer to the world and closer to their god.

Personification. A thin, but healthy, figure with lanky disheveled hair who wears a thin T-shirt, shorts, and slip-on shoes. In their right hand is a smoking pipe of metal, and their left arm is usually depicted as mangled.

Major: Celebrant, health, acceptance, excitement, contentment, friendship, rapture.

Minor: Radical, wild abandonment, confusion, lunacy, disrespect, incivility.

Followers. The followers of the Reveler are not a consolidated people, instead they are found scattered throughout Prismatic Falls in underground dens, and free-diving from the highest of skyscrapers through the Ethereal Plane. However, they are mostly found in the West Sector. One of the common gathering spots is the speed-racing rinks, where followers or affiliates on bikes, cars or skates, race each other for fun, and profit, through the various betting and gambling rings.

Associated Rituals. The Racetrack is not a ritual in the eyes of opposing cults, due to its lack of formality. Nevertheless the Reveler's people consider it essential to their way of life, as it is the only reliable, public meeting spot for many of the Reveler's followers.

Prominent Groups. Despite the lack of formal gathering, there are several well known Revelers groups, for example the Daredevils group which is known for arranging death-defying stunts where followers of the Reveler take part en masse. There is also Mrs B's, a franchised smoke den, as well as a car-specific race lovingly referred to as the 'Death Game', which is held on the outskirts of the city, and known for having no rules aside from staying on the track and finishing in first.

Bases of Operation. The Night Market, underground dens, Reveler-owned skyscrapers and businesses.



THE WANDERER

It's time for the wheel to turn.

The god of rebels, the poor, and life's ever-shifting wheel. The Wanderer is a god lacking a well-defined following and place of worship. Instead, they are whispered in tales told between the less fortunate, and those who hope for a better world. Particularly, scattered unofficial shrines to the Wanderer may be found hidden in the Prismatic Falls slums. As the representation of cycles, they are the ultimate equalizer; bringing the poor and the wealthy to a level playing-field. However, this often manifests in the open violence and rebellion that is sought by the many who wish to instigate change.

Followers of the Wanderer are, without exception, against the other six cults, and are usually introduced to the Wanderer movement through other rebels, or rebel sympathizers. It is expected that this view is shared by everyone in the cult.

Personification. A young boy with threadbare clothes and dead eyes. A middle aged woman whose laughter lights up all around her. An old crone reaching for something they can never find. The Wanderer appears as different things to different



THE WANDERER

people, and there are no official representations of them remaining within the city.

Major: Harvester, life, remembrance, protest, paradox, time, development, prey.

Minor: Reaper, death, diminishment, obliteration, disregardance, abstinence, renouncement.

Followers. The Wanderer's followers originate from the fringes of society. Humanoids who feel they are at the mercy of those above them or the masses, most followers live on the Rim, in the Slums, or in the Streets.

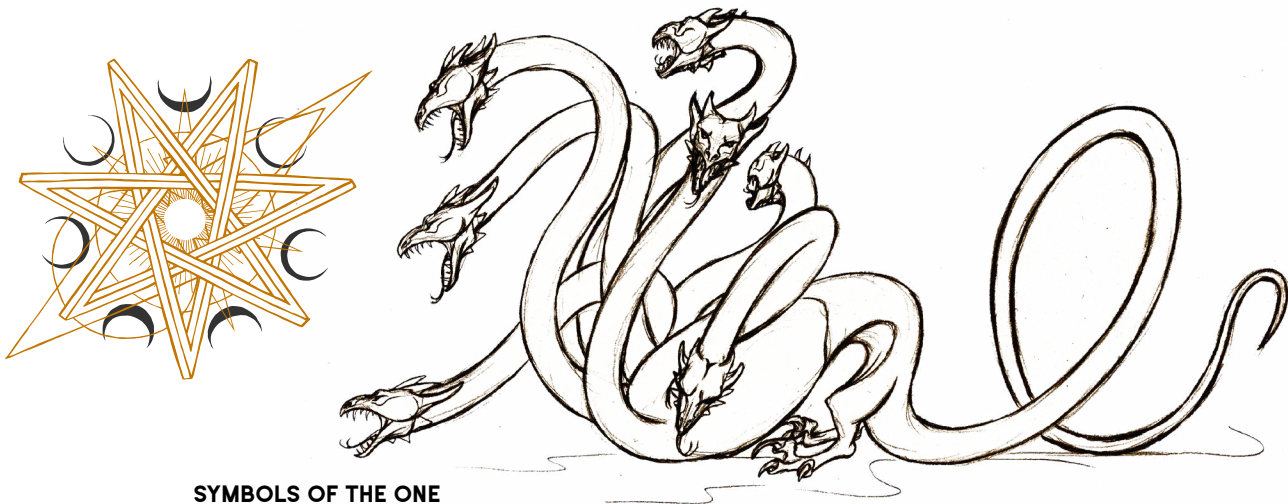
Associated Rituals. The Wanderer has no rituals associated with them, instead there are unofficial, make-shift shrines in the slums and rough graffiti of hand prints found all over the city. There are also some who say they have seen the Wanderer walking through Soulspace, always observing and never truly touching Aysta.

Prominent Groups. The Wanderer has headed every revolt in Prismatic Falls history. In the first AE 1932 revolt, Wanderers arose to protest the poor treatment of citizens by the now established Prismatic Council government, and the effect of intense magic use on the surrounding land. This was quickly quashed by the other cults, and the Wanderer cult was unsuccessfully outlawed.

As more research was done into the Ethereal Break, the other cults in the pantheon became increasingly concerned about straggler Wanderer movements. Particularly, they were quick to realize that large numbers of Wanderer followers may have the ability to manipulate great societal movements by calling on their god's Major and Minor aspects. Major they use to bless groups and ideas they wish to grow rapidly, and Minor for the ones they wish to die out or diminish. Due to this, finding a Wanderer shrine or group is grounds for a collective sweep from all six other cults as they attempt to hunt down potential revolutionaries.

The next revolt of AE 2027 occurred after this realization, and was thought far more likely to succeed. However, the Wanderer followers were betrayed by their own and were unable to damage the other cults' power structures.

Bases of Operation. The Slums. Soulspace.



SYMBOLS OF THE ONE

OTHER RELIGIONS

Several other religions within Aysta have great influence on the general population, and many are also practiced within the Federation.

SIBLINGS OF THE SKY

Tamri and Shilk, respectively the sun and moon gods of the Overgrowth tribes, are believed to be the twin sisters that birthed the world. It is said that at the beginning of time, Shilk tore away parts of her body to form the earth, and all the animals that dwell upon it. However, all was simply rock, metal and bone, lifeless and dull. Seeing her sister's creation, Tamri wrapped her arms around the planet, giving warmth and imbuing it all with life and power. After, Shilk began molding the bodies of the first people, and Tamri finished it through the gifting of soul.

CREED OF THE FRONTIER

Less a religion than a pattern of behavior, believers of the Creed are those who follow the ways of the desert. Primarily comprised of individuals seeking wealth amidst the dangers of the Scorching Frontier, their faith encapsulates methods of survival, ways to find demons within the wastes, and tablets or charms that supposedly bring either a benefit or curse to the owner. This is not an exclusive religion, and its followers may belong to another god.

To those in the Frontier, dueling is sacred, if you lose a duel and refuse to drop your issue, or relinquishing a prize to the winner, you are cursed with a bad omen branded onto your skin. Similar results arise when perceived as a cheater or a menace to society.

THE ONE

The One was once a man, but was shaped into a draconic god by the belief that his powerful sorcery was a divine gift related to his draconic bloodline. When the settlers of the Iron Fist found his story and religion recorded on ancient tablets, a clergy formed, spreading the word of the powerful dragon

god who may have had something to do with their city being turned to iron. When the Empire shattered into seven states, each state had their own idea of what the One was like, although he was later recombined into a combination of all seven, often represented as a hydra. He is associated with storms, believed to breathe lightning due to the permanent storm above the Iron Fist's capital, and he is also thought to be related to battle and war due to the conflict between the states (and therefore his heads). For more on the history of the One, see page 176.

THE SOLIDARITY

The Supplicants of Restitution, commonly shortened to the Restitutioners, are a fringe religious group that have seen an immense growth in popularity over the past two generations. Their religion is founded on the idea that when a person gives something away, they should receive an equal boon in return. This has extended to their daily lives, as they will give each other, or strangers, unasked for gifts and expect an item of equal value in return if it was accepted.

Their god, the **Solidarity**, is the one who grants these requests. It is known to accept all individuals, even those already sworn to another religion. However, they must accept the Solidarity as the greatest of all, and other gods may find offense in this act.

Personification. The form of the Solidarity differs between localities, but is generally depicted as an imperfect radial pattern surrounded by a distant halo. A slight mistake is essential in all Restitutioner art, buildings, records and literature, as their prayers and their minds are the only things allowed to achieve perfection.

Followers. The Restitutioners are primarily rural groups within the Federation: farmers, distant townspeople, and humanoids of the Scorching Frontier. The religion has spread exceedingly fast due to the instant, and often life-saving, gratification. However, they have recently pushed towards gaining influence in Prismatic Falls and the Shattered Empire.

The core group of this religion is found at the Reserve, a remote Federation town surrounding a tower where their administrative body and great library reside. Those who reach positions of power within the Reserve give up their humanoid limitations to bring them closer to their god. Famously, its 12 blindfolded High Priests physically remove their sight upon assuming their position, before writing a prayer for blindsight in their blood. In two days, if they are able to identify a certain number of objects within an enclosed room, they retain their position.

Should the High Priest fail, they are excommunicated. All High Priests learn a secret language only known to those who earn their position, and use it to lead sermons and congregations within the cult. Many High Priests end their lives in sacrifice to their god.

Associated Rituals. When practicing their religion, the tradition of gift-giving takes the more grotesque form of radial geometric rituals created in secrecy where the believer gives—sacrifices—a piece of their body or soul to enact their desired outcome. Should anyone see a prayer ritual before the Restitutioner has destroyed it in a single, bloody act, then the ritual loses its power and must be manually destroyed.

Prominent Groups. The majority of Restitutioner followers are located in the Reserve's tower, with their initiates, acolytes, preachers, priests, and high priests all housed within. Though many leave the Reserve to spread their beliefs to the far reaches of the continent.

There are also several Restitutioner churches in Prismatic Falls, but these are mostly in the Slums and the Streets where the unaffiliated presence is strongest. Already, many Wanderer believers have adopted Restitutioner ways.

Bases of Operation. The Reserve, Streets of the Falls.

RELIGIONS OF YOUR OWN

There is also room for other independent religions not listed here. If you are a GM or a player that wants to introduce a religion into your game here are some points to consider.

- How do they interact with the cults of Prismatic Falls and other religions on the continent? Are they a cult themselves? Do they operate outside Prismatic Falls, or if not, what relationship do they have with the cults of the city?
- How would the phenomenon of Thought Force (see page 121) affect their beliefs and believers? Would anything they believe in become real? What rituals of theirs truly work and which don't? Would they ever interact with their god directly? If so, would they also bargain with them?
- Where is your religion located? Is it centralized in a nation of the Shattered Empire? Rural Federation towns? Exile settlements of the Overgrowth's Beastfolk?
- What are the core tenets of your religion, what are people believing in? Is it asking its believers to perform certain actions or act in certain ways? For example, followers of the Contractor are expected to make and value money, and believers in the Creed must operate under the rules of the duel.
- What advantages does one gain from joining the religion? Similarly, what does one sacrifice by joining the religion? Is there a special ritual or offering that must be made before or after joining?
- How do other religions, peoples and countries interact with your religion? Do they view it with hate and fear, or acceptance? If a believer walks into a Frontier town, will they welcome them or meet them with violence?





PRISMATIC FALLS & THE FEDERATION

The city? Well, it's mesmerizing. The glowing arcane glyphs, holograms, and flamelights dazzling between the raindrops. If you can get up high enough, it's... well, beautiful.

But good luck getting up that high. There's a reason most are stuck in the wet ditches below, out of sight and out of mind, just where the rich want them. You can't have a real life down there. It's scary. It's dangerous. People die; they scavenge to survive, collecting stray parts, mana, and souls by risking their lives in terrifying firefights. And that's only the people—those slums and streets are haunted with monstrous terrors far scarier than you can even imagine.

This city is shit—and everyone knows it. But there's a certain type of person... people who don't care about their own safety. Those that **live on the edge** to do what they think is right. That wild feeling in your eyes—that's it. It's pure desperation, it's great purpose, and the thrill of it fills you with life. People like you that go head first into danger, that want to fight back, find all the hidden lies and scream them at an impossible clear blue sky—

This city is for you.

Prismatic Falls' rise to prominence coincided with the elevation of its seven great religions. Also called **Prismia**, or **the Falls**, it's a city founded on the backs of refugees and the desperate, and it is this backbone that it has continued to rely upon in the following centuries. Prismatic Falls is known as the largest humanoid-made settlement in Aysta. Elves, dragons, giants, dwarves, and more all live side-by-side, but the constant conflict and arcane firefighting in the city creates an unsafe existence.

Prismatic Falls is a vertical city. While the city has spread naturally in a circular pattern, individuals of greater prestige live closer to and above the clouds, which is most often in the extremely massive center Core. Dwellings gradually turn to slums the further out you go out in the city, as well as the further down the city one travels.

Unless one is rich enough to live above the clouds, a citizen of Prismatic Falls will find their mood dampened by the constant, unrelenting downpour that afflicts the city. For those living deep in the slums, this sometimes causes the unexpected flooding of homes or passageways. Meanwhile, those above ground may remain wet, but enjoy the benefits of proper drainage and water-repellent technologies. These technologies have come with a cost, however. The Dead-Zone surrounding Prismatic Falls, created by the overuse of magic in the city, is a deadly land to all who attempt the crossing; slowly siphoning magic away from living beings and the magic items they carry.

STRUCTURE OF THE CITY

Prismatic Falls is the largest and tallest city in Aysta, with buildings breaching the clouds, and its span ever-widening as more and more hopefuls flock to the city in the hope of adventure. Located in the center of Aysta, north west of Mt. Elysium, Prismatic Falls is a vertically-assembled city. The trains that travel up large towers and connect to interlocking bridges are the method of transportation used by the majority of the city. From here, horizontal streets and platforms radiate outwards into other layers and the neighboring sectors.

The city is split into five vertical layers, and who occupies each layer is based on their connections, status with the cults, and financial position. The city is also split into six horizontal sectors each controlled by one of the cults, with exception to the Wanderer. More information about the layers and the sectors is detailed after this overview and the City Guide.

HISTORY OF THE FALLS

Originally called Tiranval, Prismatic Falls was settled by dwarves five-hundred years ago, who lived in subterranean caves of glowing crystals and underground waterfalls, having only a few structures above the surface. It wasn't until the

dwarves were invaded by a neighboring settlement from the north two-hundred years later that its name was translated into the common tongue as Prismatic Falls.

This neighboring settlement, now referred to as simply the Travelers, came to the Falls under the guise of peace, but sought to mine the crystals lying in the dwarven caverns to power their new technologies. As they were accepted into the community, the Traveler's seven gods and their seven cults gained greater prominence among the dwarves, with many of the dwarves gravitating towards the ways of the Minstrel. A mere sixty-five years later, a coup ensured the supremacy of these new cults, and in time the dwarves' ancestral gods were lost.

The power of the crystal caverns supplied the newly born city with the materials for rapid technological advancement, allowing them to expand their settlement faster, and cast spells more often. Many of these spells are still used in the present day: *burn/freeze* for heating and cooling, *plant growth* for improved agriculture, and *holographic image* for town-messages, and later advertisements. However, the two most important technological advancements were the discovery of the *stasis* spell, which allowed for the creation of its skyscrapers and floating towers, and the development of infernal engines, which power all forms of transportation and catalyzed the beginnings of the city's sprawl.

However, at the same time the cults took power, and not everyone agreed with their newly enacted laws, or the enslavement of demons for power. Out of such sentiment grew the first Prismatic Falls revolt, where for two years the city was in upheaval as the followers of the antifundamentalist Wanderer destroyed vehicles, power sources, and followers from other cults in an attempt to stop progress. They failed, as all Prismatic Falls revolts have been doomed to fail, and the Wanderer was stricken from the records.

Nevertheless, as the city grew higher and wider, an ancient, demonic creature awoke in a neighboring island, now called the Molten Island. The lava flowing from this pseudo-volcano caused water around it to evaporate at a rapid rate, beginning the never-ending rain in Prismatic Falls. This was of immediate danger to those living underground, as previously safe passageways flash-flooded with sewer water, killing thousands, and those left alive suffered skin diseases, plagues, and hypothermia.

As the city was forced to cope with the new, localized, downpour, many areas were redesigned to allow the flow of waters easily to the city's aquifers, and many sought to build even higher; above the clouds where they could escape the rain. Simultaneously, personal vehicles became popular among the rich, and high-up bridges previously used for pedestrian travel were repurposed as roads.

CITY GUIDE

From the wet, dreary streets to the picturesque clouds, with every layer you travel up within Prismatic Falls you get a little closer to the pleasant dream of life above the clouds. Here is everything you need to know about this unfair, dreary, and occasionally beautiful city.

GREAT HEIGHTS

Prismatic Falls is a city renowned for its verticality, with its colossal 14,000 foot tall skyscrapers piercing the clouds in the Core, and other towers floating above the ground, as well as its demon-powered elevators and floating artificial lights. These feats of impossible engineering are maintained using chains of *stasis* spells, locking the structures into place for one year at a time. Manateks are constantly moving throughout the city to maintain the stasis chains, a mind-numbing, repetitive job that is sought after by many magic users due to its stability and good pay. Many of these Manateks know the *levitate* spell, which allows them to reach skyscrapers that are floating above the ground in *stasis*, or to prevent their death should they fall.

It is an unfortunately common occurrence for people to fall to their death, as few platforms and bridges below the 100th story have adequate railings, and the city's rain ensures external walkways are always slippery. Piles of people who have succumbed to such a fate lie in piles at Streetlevel and in the Slums, forgotten and abandoned. They are only collected and disposed of when the Psychopomps visit to harvest their souls.

Due to these high mortality rates, those with significant wealth forgo the bridges altogether, instead traveling between buildings in hovercars and other similar aircraft.

PAST THE CLOUDS

The height of one's home is a direct indication of their wealth and influence. Past the clouds you can find the people who control the Falls, the media barons, the cult leaders, the high-level mercenaries and the savvy businessmen who have bribed, cajoled, and threatened their way into the sunlight. While the Cloudtops are a visually cheerful place, one should be wary of those met there, as almost all of them have had to engineer their way to the top, sacrificing much along the way.

NEVER-ENDING RAIN

The downpour of Prismatic Falls is said to have started with a sincere wish from the drought-afflicted, constantly dehydrated people who lived during the city's founding. They begged their gods and anyone else who would listen for rain, and this was the result. While the truth of the story is unknown, the people of today consider the rain a punishment, a disaster they are enduring.

This constant rain has resulted in the forty-five degree sloping of many roofs and external building panels, which guide the water to either drain pipes leading directly to the underground rivers beneath the city, or off the edge of the building as a cascading stream. However, these streams now require permission from the Prismatic Council prior to construction. The above-ground pedestrian pathways, elevators and roads cannot intersect with the water features, and should be ideally sheltered by higher roads or structures.

People at Street level may need to avoid the base of these man-made waterfalls, but the road drainage is sufficient to combat excessive flooding, and most can get by with only an umbrella or a hood. In the upper levels of the slums, or where excessive flooding risks the integrity of non-stasis building foundations, it has become popular to use the Manatek-cast *pocket dimension* as a flooding solution. However, most of the slums remain underwater or intermittently flooded, causing widespread health issues among the destitute Falls population.

THE PEOPLE OF THE FALLS

At present, the Prismatic Falls population has reached an estimated 83.1 million within the city bounds. This is a number derived by the Contractor cult, and its accuracy is questionable as there is no citizen register outside of shared cult records. If one has never interacted with any cult, then they are not on these records. This may create difficulties when attempting to use cult services that require registration, such as trains or acquiring wanted poster rewards.

Various races live in the city, all of widely differing shapes and sizes. A gnome and a giant may be found walking side-by-side, or a dwarf might do business with a dragonborn. To accommodate these many different races, each size of citizen tends to group together. So a building occupied by halflings and gnomes would contain furniture appropriate for their size, as would a giant-occupied building.

DISCO | Those rich folk up there must have it great: beautiful views, streets above the rain clouds, homes away from the danger of the slums. But that isn't what Prismatic Falls is really about. What makes this city is down here—the overpopulated slums where we scavenge for any amount of mana or souls we can get are hands on, terrorized by the sound of arcane gunfire each day. It's the energy; the adrenaline. **That's what keeps bringing me back.**

GUTTER GOSSIP

In communal areas, such as a cult facility, furniture of varying sizes is provided, and where stairs are needed, larger stair treads will be towards the center of the run, and smaller treads would be located close to the wall. Dragon or giant-sized spaces are located on the top ten floors of most buildings.

ARMED AND READY

With the constant danger on the streets from both living nightmares and Falls criminals, everyone is constantly equipped for combat or they travel with combat-capable companions. In the lawless city of Prismatic Falls where spells and arcane firearms are common, anything and everyone can be a threat, but all must be careful of the *visions of old* sigils interspersed throughout the city. If combat is caught and reviewed on one, the guilty will be hunted and held responsible for their actions.

GOVERNMENT

The Prismatic Council is the main governing body of the city, and is composed of one member from each cult. A systemic mix of a corporatocracy and a theocracy, the council meets every second midday, and the identity of each member is decided by their respective cults. Members of the council may change position annually, or stay in office for longer periods of time. Their duties cover the enactment of law, the management of public grievances, and the review of criminal defense and response each cult has undertaken since the last meeting.

The enforcement of cult and council law is left to the internal mechanisms of each cult, but the Knight Cult considers it their duty to police anything falling outside of this definition. Should the Knight Cult or any other step out of line, the others are swift to enact justice.

MEMBERS OF THE COUNCIL

CULT	REPRESENTATIVE	SPECIES
Kingmaker	Maltross	Giant (Storm)
Contractor	Tiraer Fraxxis	Dragon (Adult, Red)
Handmaiden	Sedlin Greengate	Nephilim (Druid)
Knight	Nareen Lor	Eternal (Paladin)
Reveler	Vurnim	Half-Elf (Bard)
Minstrel	Miztik the Imp	Gnome (Wizard)

LAW ENFORCEMENT & CRIME

The Prismatic Falls police force is privatized, with the cults charged with enforcing their own laws and only the Knight Cult bothering to police the unaffiliated and inter-cult gathering or shopping areas.

Due to the disregard for citizen safety, criminals in the Falls are out of control. Private citizens often hire gangs to protect them, and any police force can attack citizens if they believe they were provoked. Most combat spells are allowed everywhere below the Cloudtops, and arcane firearms are known to be carried openly on one's person.

THE LAWS IN PRISMATIC FALLS

1. Homicide, manslaughter, theft, larceny, shoplifting, burglary, fraud, impersonation and similar activities are all illegal. These are considered low crimes, and impersonation includes using spells such as *disguise self* to act as another person, similar spells to imitate their voice, or pretending to be another in any official capacity.
2. Homicide for the purpose of soul harvesting is a high crime.
3. It is illegal to own a business or group that is unaffiliated or unconnected to any cult. This is a low crime.



4. Crimes such as mass genocide, destruction of cities or towns, magical bombardment, chemical or manapoisson warfare, and the manipulation of natural forces such as earthquakes, are all considered high crimes.
5. Mind slavery, such as *geas* or *suggestion*, is outlawed, and is a high crime.
6. Spreading rumors to the end of generating a nightmare, a city-wide effect, or influencing swathes of the populace away from cult belief is a high crime.
7. *Binding contract* is allowed, unless agreed to under duress. Forcing the initiation of *binding contract* is a low crime, but may become a high crime depending on the duration and severity of the contract, as well as the status of the victim in society and their physical and mental state after the contract's completion.

All laws in Prismatic Falls are only enforced if they can be proven by *visions of old sigils*, *zones of truth*, or similar methods. If someone has proof of a crime and would like to report it to the authorities, they have two options. They can approach the cult controlling the sector where the crime was committed, or if they are a follower of a cult they can approach their own cult superiors to handle the dispensation of justice.

If the crime occurs in the Streets or in the Slums, the only officials who will take action are those of the Knight Cult. After a cult has been approached, if they

decide the evidence is enough to prove wrongdoing, they will hunt down and send out wanted notices for the capture of the guilty party, which often turns into murder if those that are guilty attempt to resist arrest.

In the case where the perpetrator is captured and found guilty of a low crime, they may be forced to carry out the will of the cult, or the plaintiff, for a period of one to six months, or until a (sometimes impossible) task is completed. Otherwise, a guilty individual may need to do anything from paying a fee to the cult or their victim, removing one finger or hand, or getting a runic branding on their face that indicates they are a criminal.

High crimes come with stricter punishments, such as manaslavery for life, exile, soul-extraction, or turning one into a soulfueled. If someone is found guilty of a high crime, they can escape punishment by paying a significant sum of money to the involved cult(s), the Prismatic Council, and the victims or their next of kin. Their ability to escape justice is dependent on the scope and ramifications of the crime.

All high crimes committed within the Federation are judged by the Prismatic Council, the fate of the perpetrator is decided only by unanimous vote. If a Council member is unable to attend a high crime judgment, they automatically abstain. In this case, their vote is not counted and a 'unanimous vote' is defined by the universal agreement of all present council members.



REVERB

You're the Gladiatorial Champion of the Falls 4 years running. Measuring in at 7 feet tall, 750 pounds, skin hard as stone, you hold the record for most kills in the arena via decapitation, mostly accomplished using your bare hands. Your brutality revolutionized the violence entertainment industry, your popularity brought pit fighting into the mainstream, and your bouts conquered Prime Time Sports. Tell us, Silverback, why do you fight?

SILVERBACK

Fans, groupies, interviewers, constantly ask 'Why do you fight?' Hate that question.

REVERB

What makes you say that?

SILVERBACK

Pointless.

REVERB

So you're saying you don't have a reason? Not even to survive?

SILVERBACK

Survival isn't enough. Strength isn't enough. Strong opponents did not survive.

RERVERB

Then what is enough? Why do you walk into those battles?

SILVERBACK

No why. No choice. Never was. Just the fight. It's all there is.

GUTTER GOSSIP

MANATEK SPELL SERVICES

Manatek services and stores are found near everywhere in the city. For price dependent on the spell's level, any Falls citizen can have access to the casting of spells they couldn't usually cast. For more, see the Spell Services section on page 13.

Prismatic Falls is one of the only places in Aysta you'll find 4th and 5th level spells for sale, which are only castable through Infernal Engines. However, the sale of these spells is usually restricted to high ranking members of the cults or those with significant political connections. Other ways to obtain such spells are through the shadier methods of the underground.

ACADEMICS

The education of Prismatic Falls citizens falls primarily to their home cult. Information is guarded greedily by those in the know, only to be transferred over in the rare case of someone switching allegiances.

However, several cults also have unaffiliated schooling programs, most prominent being the Handmaiden Cult, which offers limited seats in a druidic apprentice program, with the caveat that those accepted become followers, and the Contractor Cult gives out public lessons in live-streaming, manufacturing and entrepreneurship. The Kingmaker Cult also provides the unaffiliated with an education, of sorts, with a two week fighting program offered by their lead gang. In all cases, the primary use of the programs is to boost recruitment numbers, and no information is given to the unaffiliated that is not already public knowledge.

RESEARCH

While some cults, such as the Kingmaker Cult, care little besides for combat prowess, the Knight Cult, Contractor Cult and Handmaiden Cult have extensive R&D divisions dedicated to discovering the secrets of magic. These include uncovering the powers told of in tales from the past, how to improve the technology of the present, or preparing their

spells and horticulture methods to fix the growing Dead-Zone that threatens their future.

In particular, the Handmaiden Cult has established several external research stations surrounding the Overgrowth. These include Station Verene, Station Rarsache, Station Gulwey and, deep in the Overgrowth, Waypoint Mora (see page 198).

SHOPPING

Prismatic Falls is filled with shops at all elevations, with businesses owned by the same cult tending to clump in close proximity to one another in their respective sectors. A citizen would not need to travel more than two towers for their weekly needs, but may need to traverse more than half the city for more specific goods, such as magical augments sold by the Contractor Cult, the weapons and services offered by the Night Market, and the specialized services, experiences and tonics of the Cloutop Bazaar.

ENTERTAINMENT

There are many forms of Entertainment in the Falls. Here are a few of note:

Sports. There are various sports, including various combat sports, driving and fighting at the Racetrack, the extreme events of daredevils, gambling tournaments, and Tilt-Ball.

Ether Centers. Scattered throughout the city are Ether Centers, where ethereal jaunt can be cast on a citizen for 100 gp. For the next four hours, the individual can explore the wonderful world of Soulspace. For more, see page 171.

Arcanocasts. Various channels broadcast arcanocasts in the city, which require watchers to cast *channel senses* to tune in. These arcanocasts include news, talk shows, game shows, live celebrities sharing their familiar's perspective, sports commentary, and other live events.

Narcotics. Narcotics are used commonly within the Falls, and the most common one is known as myst, a rolled leaf that emits red smoke, which is imported from northern Federation lands. For more potent, magical narcotics, see page 103.

CHURCHES AND TEMPLES

Each cult has a center of worship in the Falls where they have official shrines and places of prayer, areas to conduct business, and housing for important followers of the cult.

The Kingmaker. The Arena of Kings.

The Contractor. The Temple of Fiscal Perpetuity.

The Knight. The Court.

The Handmaiden. The Evergreen Tree.

The Minstrel. The Internal Council's meeting place within the Cloudtop Bazaar.

The Reveler. Mrs B's bars in the West Sector.

The Wanderer. Shrines throughout all of the slums.

GANGS AND GROUPS

While the cults are in control of Prismatic Falls, there are several unaffiliated, and therefore illegal, gangs, businesses, mercs and groups that exist in defiance of the cults. The gangs of the Kingmaker cult have been known to haphazardly assist these third parties, as they strengthen the Kingmaker's spirit of mayhem and wanton destruction, but any group that accepts Kingmaker help will be shunned and hunted down by all organizations who find out about the assistance. Most of these groups operated in the lower levels of the Falls, as well as the Slums and the Rim. Those in the higher levels are more organized, and more influential on the state of Prismatic Falls. See *Layers of Prismatic Falls* (page 158) for more information.

OWNERSHIP OF SOULS

Souls are the ultimate currency in Prismatic Falls, they can be made into soulfueled, Soul Batteries, or fed to demons to keep Infernal Engines functional. Importantly, while Soul Batteries have been used for over two centuries, the soulfueled were only created for more recent wars.

As Soul Batteries became more popular as a power source within Prismatic Falls, so did the murder of citizens to charge these batteries. In response, the Prismatic Council enacted laws to limit the creation of these batteries to only the naturally dead. They also limited the use of Soul Batteries to the cults and their business, declaring that the souls of the dead belong to their affiliated cult, and the souls of the unaffiliated are the property of the area they died. This means that any unaffiliated souls within the Contractor's sector are owned by the Contractor, as with any of the other cults. However, this also dooms the harvested souls to 40 years of torture while their energy is slowly drained.

As a result, there are several affiliated and non-affiliated organizations promising insurance protection on souls post death, and several people going against cult law and claiming souls. Cults have started manufacturing medicine that makes people die faster, and the souls of famous individuals, such

as cult leaders, arcanocasters, or rebels, are seen as premium currency. In particular, the Drorn Fraxxis is famously known to have the soul of the first revolt leader in a jar in his office.

Furthermore, there are also those who promise their soul to cult affiliated in exchange for protection for family or friends, allowing the cult affiliated to escape harvesting by their family presenting a different soul to the cults upon their death.

The job of harvesting these souls falls to the Psychopomps of each cult, who retrieve them from the aftermath of firefights, cult-affiliated organizations and families, or on Streetlevel where people may have fallen from great heights or died from exposure. Once a soul is put in a Soul Battery, it can no longer be revived, and if a Psychopomp discovers a body too late, they can no longer harvest the soul.

NIGHTMARES OF THE FALLS

Living nightmares are Thought Force constructs that periodically enter the city, generated by the fears of the people and their belief that horrifying monsters exist behind every dark corner. This would not be possible without the centralization of mana by the cults, and the subsequent strengthening of Thought Force in Prismatic Falls. Despite the growing evidence that the amassing of souls, mana and magitech in the one area is tearing holes through reality and into the void, the cults have ignored the core issue. Instead, they hire sentinels to defend against the nightmares who routinely fight using powerful spells and arcane weapons... until they fall in battle and their soul is harvested by the cults, making the already dire issue of the city's mana build-up even worse.

Nightmares resemble the rumors spread in bars, twisted manifestations of what people see within Infernal Engines, or the monsters of children's nightmares. They usually generate in the High-Rises and below, and many citizens have died from accidentally walking into a haunted location or encountering a creature on the streets. As a result, the act of spreading rumors or curses is outlawed to prevent spikes in nightmare manifestations, but the enforcement of this is nigh impossible.

Nevertheless, the Nightmare Foundation and similar smaller organizations attempt to stymie the living nightmare threat, routinely fighting back nightmares under the pay of whichever Cult sector they are operating in. For more information on living nightmares, see page 228.

TRANSPORT

Prismatic Falls is a tall, expansive city, and despite the walkways between buildings, it is difficult to traverse without some mode of mechanical transport. Cars, hovercars, trains, vertical trains, and *phantom steeds* are all viable options. However, the



fastest of these are significantly more expensive than those available to the cult-affiliated majority, such as the train systems.

Cars are not too expensive for most buy, but they require expensive souls to feed the fiends inside. One of the most common Manatek jobs is to sell the *phantom steed* spell to passersby, which are much cheaper than cars, but have a limited lifespan.

Floating streets and train lines span between tall buildings at different elevations, and they are the most common mode of transport. There is a major network of elevated train lines emanating outwards from the city Core towards two external connections on the outer edges. These also connect all sectors and layers, however some buildings and levels are only accessible by hovercar.

Here are guidelines for traveling within the city. For prices, consider what would be normal in the real modern day, treating 1 gp as 1 dollar, and 1 cp as 1 cent.

Walking across the length of the city's livable areas would take around 12 hours at a fast pace. If you were to do so, you'd utilize floating bridges, or levitating slabs operated by Manateks to transport humanoids to higher or lower levels. Alternatively, using a *phantom steed* it will take 5 hours instead, although your *phantom steed* would run out long before reaching your destination.

A Car would take 45 minutes to make the same journey across the city. Using a hovercar would also take 45 minutes; despite moving slower than a car it is not bound by roads and may move in a straight line.

Taking an Infernal Train across the city takes about 20 minutes, including stops.

Taking an Infernal Elevator up to the top of the Cloudtops takes around 8 minutes from the Streets, though not many trains go that far down.

Taking an Infernal Airship across the city takes just over 30 minutes, and they hold a large capacity.

CHARACTERS OF THE FALLS

When creating a Prismatic Falls character or NPC, consider the following qualities:

Cult Affiliation. The cults run the city, and whether a person is aligned with or against them drastically changes their experience and their available social connections. A rebel would never knowingly speak to a cult follower, and the cult leaders will never publicly acknowledge the rebels. Similarly, it is more difficult to live as a non-affiliated citizen than an affiliated one, jobs are hard to find, prices are higher, and one's reception in any business establishment will be cold if your status is known.

Position in the City. The layer and sector a Prismatic Falls citizen lives in will change their environment and experience. If one lives in the West Sector surrounded by Reveler followers, it is likely they will be woken at all hours by celebrating believers. If they live in the South Sector with the Knight cult, their roads have a greater police presence.

How you got here. Whether one was born in the city or have traveled to the city changes their perception of common Prismatic Falls beliefs and its grandeur. Moreover, travelers to the city are usually clustered in the slums, as the living expenses are far higher than in other areas of the Federation and Aysta.

THE CITY OF PRISMATIC FALLS



—KEY LOCATIONS—

NORTH SECTOR — MINSTREL —

- ◆ The Cloudtop Bazaar
- Manufacturing District

EAST SECTOR — CONTRACTOR —

- ◆ The Temple of Fiscal Perpetuity
- Financial Centre

SOUTH-EAST SECTOR — HANDMAIDEN —

- ◆ The Evergreen Tree
- The Alchemy Factories

SOUTH SECTOR — KINGMAKER —

- ◆ The Arena of Kings
- The Kingmaker's Land
- ▽ The Smuggler's Lane

WEST SECTOR — REVELER —

- ◆ The Racetrack
- The Night Market
- ▽ Mr's B's (many)

NORTH WEST SECTOR — KNIGHT —

- ◆ The Court
- The Factory & Gauntlet

OTHER LOCATIONS

- ◆ The Rim
- The Wastes & Spirit Towers
- ▽ The Core

CRUMBS

The skysiders have been getting bold. I hear there's a joke going around where they spit on us less fortunate and say we should be used to the weather.

REVERB

Just think; I have to work with them. For them. They can joke about the rain, while we drown in it. They've never seen makeshift shelters swept away, or had to dig a grave in the always-fresh mud at the city's edge. When this city gets flipped upside down one day they'll learn, my old friend.

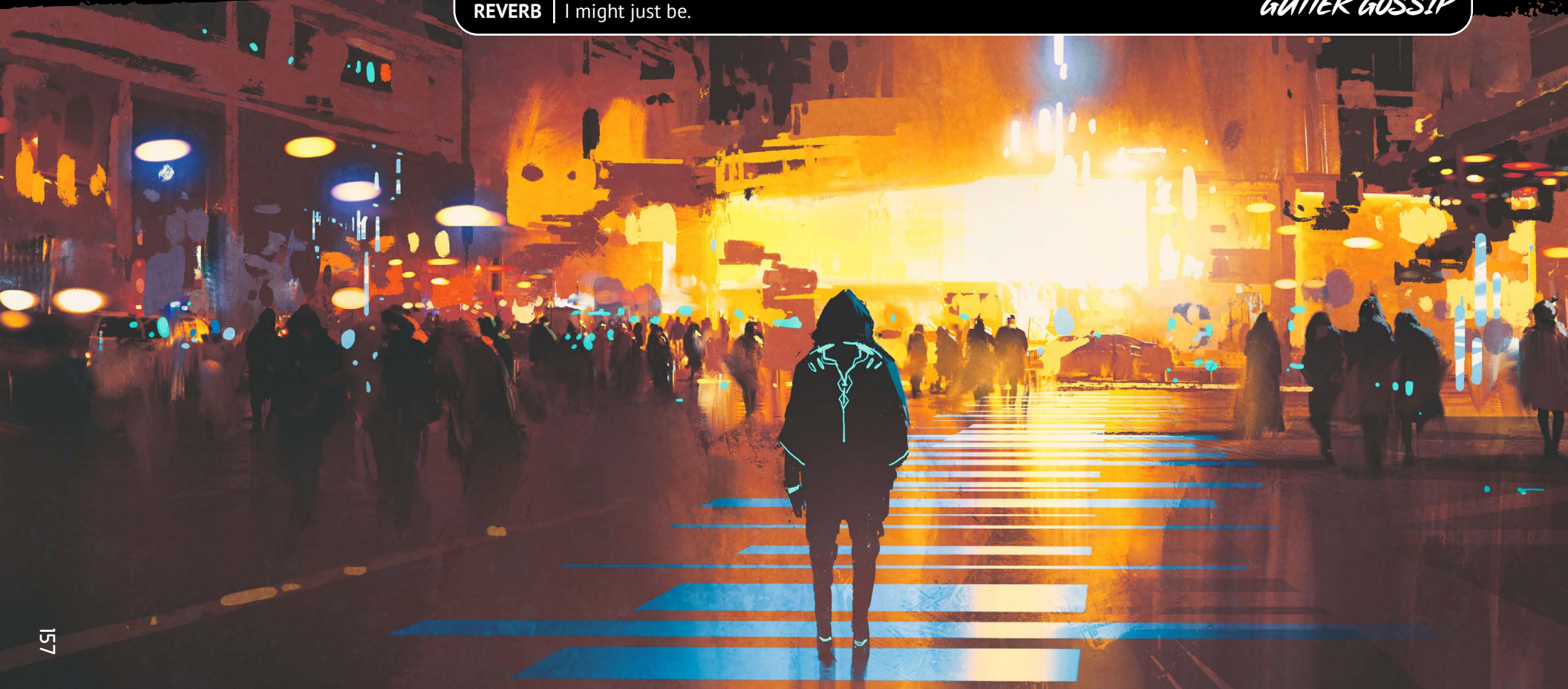
CRUMBS

Be careful talking like that, you might start thinking you'll be the one to flip it.

REVERB

I might just be.

GUTTER GOSSIP





THE LAYERS OF THE FALLS

This following section describes the five layers of Prismatic Falls from top to bottom: The Cloudtops, the High Rises, the Streets, the Slums, and the Mines.

PRISMATIC FALLS SECTORS

Each layer is split into six sectors, one for each major cult, with the core featuring a mix of each sector. Depending on the sector and layer, a different variety of common goods are available. For example, pre-made packaged foods, and synthetic armor in the Contractor sector, or fresh fruit and leather in the Handmaiden sector.

When referring to a location, one states the sector, then the layer or building name, such as the East Slums, or the South-East Mrs B's. Here are the six sectors of Prismatic Falls, for more information on the cults that reside over them, see page 137.

North Sector — Minstrel. Sleek, curved buildings with glowing engravings, riddled with hidden passages.

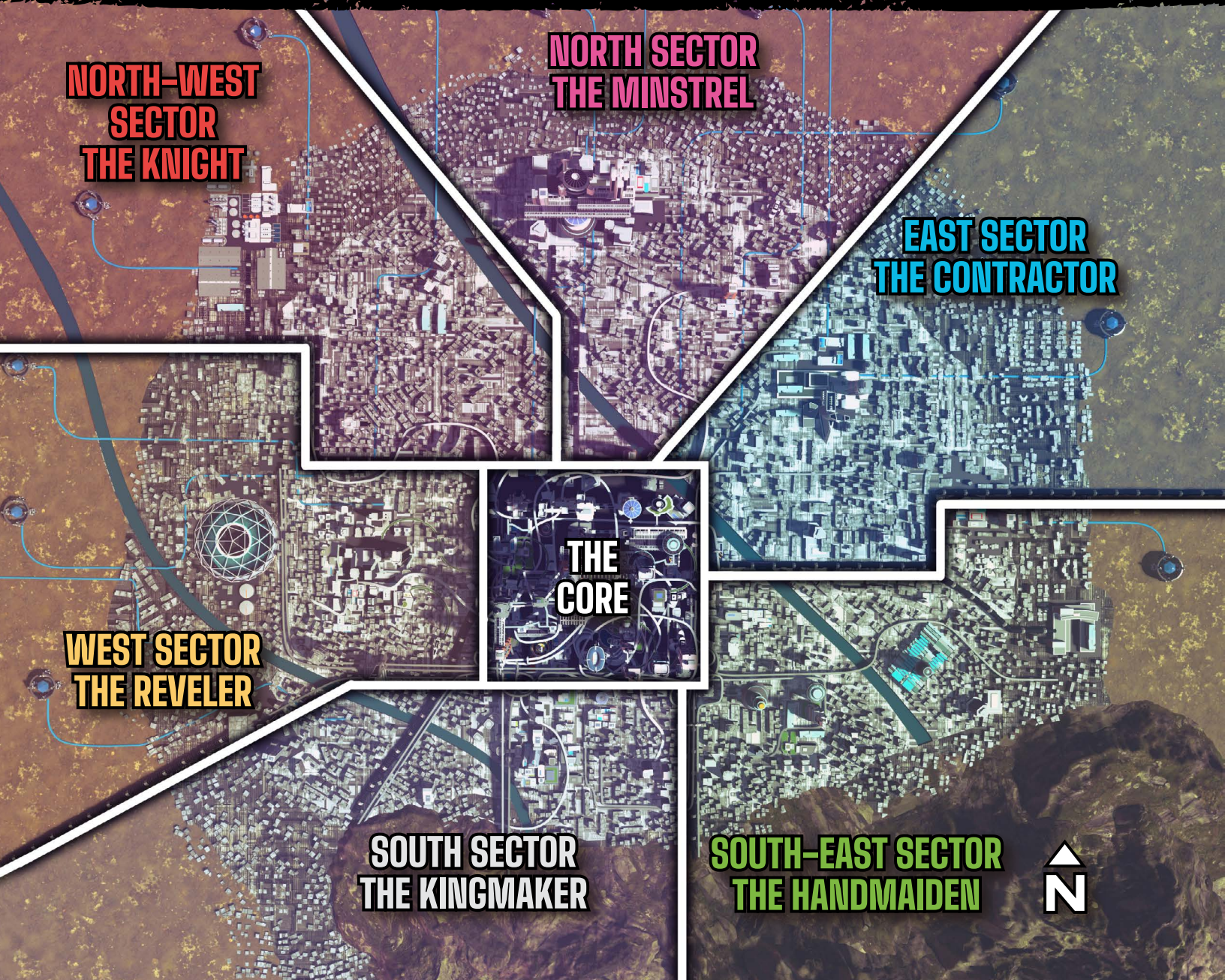
East Sector — Contractor. Rectangular buildings, cheap to craft and built to last with little cost towards upkeep.

South-East Sector — Handmaiden. Favors glass and enclosed residential balconies. Glass covers at Streetlevel filter rain into roadside drains.

South Sector — Kingmaker. Newer buildings are close to the Arena. Filled with gang tags, wanted posters, and dried blood. Buildings are a mix of styles.

West Sector — Reveler. Mixture of stone, metal, and neon buildings surrounded by a constant fog. Humanoids are awake at all hours.

North-West Sector — Knight. Fortress-like buildings, stylised after messily stacked cubes. Favors metal sconces and pointed arches in the interior.





THE CLOUDTOPS

> *The top of the city—the place of the rich*

Known For: Wealth, deceit, exclusivity, debauchery, control, beauty, light, protection.

While the majority of Prismatic Falls experiences an inescapable downpour, those of significant affluence seek the sunlight and build their homes above the clouds. Those who succeed in surpassing the clouds are called skysiders. However, purchasing a Cloudtop home is reliant on not only wealth, but also one's connections. Even the most high-rolling High-Riser cannot gain a permit to live in the Cloudtops without a connection to those leading in the cult hierarchy. Similarly, for an outsider to visit the Cloudtops a day pass must be granted by a resident, or purchased from the Prismatic Council.

AREAS

There are a few areas in the Cloudtops available to the public year-round, however day passes are still required and entry is recorded.

THE CORE

Located in the center of Prismatic Falls, the Core comprises the tallest buildings in the Falls, and is populated primarily by cult followers even at Streetlevel. It has both high citizen density, and contains the primary cult storage facilities, training areas, follower, or high-level affiliate share houses and meeting locations, while their residential and

commercial facilities for top-level followers are situated above these communal amenities. The Knight Court, Contractor Temple and Kingmaker's Land are also within or adjacent to the Core, but situated in the High-Rise and Streetlevel layers.

THE TEMPLE OF FISCAL PERPETUITY

The Temple of Fiscal Perpetuity is the Contractor Cult's central place of worship, and is located at the top of the tallest building in the Falls Core. It is built around a transparent shaft extending to the bottom of the Slums known as the Abyssal Pit, and it is here that the Contractor Cult makes its yearly monetary sacrifice after the Festival of Light, and it is here that the top contributors of the Contractor Cult reside.

THE COURT

Owned by the Judiciaries' Guild, the Court is located in the North-West sector and operated by the Knight Cult. It functions as a central meeting place for their various guilds, and is where laws pertaining to the Knight Cult are passed, as well as where matters are decided about the Knight Cult, patrols of the Rim, or the unaffiliated. As the second tallest building in Prismatic Falls, its looming presence deters the unaffiliated homeless at Streetlevel and the Slums from venturing near. Similarly, any illegal organizations tend to base away, as the Knight Cult routinely monitors nearby buildings and citizen movements.

THE CLOUDTOP BAZAAR

Owned by the Minstrel Cult, the Cloudtop Bazaar sits just above the clouds in the North Sector, and offers a range of artisan goods. In particular, the Minstrel's armor and weapon makers, the Kingmaker imported narcotics, and the Handmaiden enchantment trade is based here. There are also imported foods and cakes, clothes, magical artifacts, and high-level magitech. However, for those who know the right people, and have the right kind of valuables or information to trade, the Bazaar is the window to the specialized experiences or professional hit-man services offered only by the Minstrel Cult.

CLOUDTOP MISSIONS

Missions in the Cloudtops usually require a preexisting connection to gain access to, as they are often dealing with individuals of great importance within the city. Here are two examples:

The Pinnacle Heist. The party's fixer informs the characters of an important mission to find a mysterious magical artifact: The Arm of Many Worlds. This is the arm of a long-dead **Lich** that has been stolen and stolen over and over again, each in an attempt to unlock its power. One of the cults, most likely the Contractor Cult, wants this artifact and will pay an exorbitant fee to find it. This arm is hidden away in the Cloudtops by a gang of expert thieves. Discover the artifact, and plan an elaborate heist to recover it.

Live Kidnapping. A popular celebrity allows Falls citizens to *channel senses* through their pet and view their daily life, but they get kidnapped mid-arcancast! Hunt down the masked kidnapper with the aid of the celebrity's pet, earning fame and riches. In a twist, the kidnapper is a super-fan trying to earn best-friend status with the celebrity, but they have been shunned after their previous attempts at friends. They believe keeping the celebrity's soul forever is a fine punishment for their failed friendship.

THE HIGH-RISES

> *Just below the clouds, where it all happens*

Known For: Overpopulated, magitech, crime, cult-affiliated, gray stone, neon lights.

The High-Rises of Prismatic Falls is where the majority of the Falls population resides, and it is a dense urban jungle of closely packed skyscrapers. In some places the buildings are close enough for one to reach out and touch their neighbors, while in others they're separated by a chasm only traversable through the interspersed bridges or the occasional elevated train line.

Those in the High-Rises tend to enjoy a moderately rich lifestyle filled with modern comforts. However,

this is reliant on any High-Riser retaining their job and cash flow, as it is too easy to fall down into the cheaper living in the Streets.

Everyone below the Cloudtops is viewed with disdain and dismissal by those above, and are derogatorily called Wetlanders, Puddlestompers, or Muddies, but in recent years these names have been used with delight by the High-Rise citizens.

AREAS

Entry into the High-Rises is not restricted, however few travel far from their homes. While trains and other transportation methods aren't outside the price range for High-Rise residents, they are unnecessary for their daily and occupational needs.

THE NIGHT MARKET

A joint-operation of the Minstrel and Reveler Cults, the Night Market is a shopping district open from mid-afternoon to sunrise. It is located in the West Sector of the Falls and contains a variety of foods, clothes, medicines, and low-grade magitech. The upper levels of the market are also where one finds mercenaries, the Council's wanted list, and members of the Contractor Cult selling exotic goods to the common humanoid.

MRS B'S

A franchised establishment, Mrs B's is a bar, hotel and smoke den all in one. One of the most common hangouts for the Reveler-affiliated, it has a statue of their god resting in a seat at every business. However, it is open to individuals from all cults and the unaffiliated, and while it is predominantly available in the West Sector, there are a few in the neighboring South and North-West Sectors. Mrs B's also boasts a wall dedicated to unofficial wanted posters, and rents out rooms for lodging or functions at exorbitantly high prices. A rich unaffiliated could reside here indefinitely, as long as they retain a steady income stream.

THE BOXES

For those without a home, or travelers unable to afford Mrs B's, the boxes are the only available non-affiliated lodging option. A series of padded boxes in a row, they're available on levels 1-20 of the High-Rises in all sectors, and are rented on an hourly basis. If you stay past your allotted time, you'll find yourself rudely awakened as the staff eject you onto Streetlevel.



THE ARENA OF KINGS

Situated on the border between the South Sector and the Core, the Arena of Kings is where the annual Tournament of Kings is held. For spectators, this arena features an amphitheater, raised viewing platforms that rearrange randomly, and several projection screens. The arena itself is operated by Manateks and can shift to accommodate any event, such as battle knockouts, free-for-alls, vehicle racing, or a Prismatic Falls sport known as Tilt-Ball. This is where two five-man teams fight to get a mana-charged ball into a fire ring 50 feet off the ground, while stepping on tilted, shifting, and unreliable platforms without any flying abilities.

THE FINANCIAL CENTRE

The Financial Centre is located in the East Sector, and is the commercial district for the Contractor Cult. Covering a span of fifteen city blocks, it is where one may find mid-grade armor, magitech, and combat medicine. There are also more mundane items such as rope, large sticks, fake plants, and crystals of varying grades.

HIGH-RISE MISSIONS

Missions in the High-Rises are the most varied. The cults, unaffiliated, Restitutioners and soulfueled all operate in this section of the city, creating a mixed bag experience.

Arcanocast Hackers. An unknown entity is 'hacking' *channel senses* broadcasts, forcing every listener within 5 miles of the Core to switch to a different *channel senses* source. In some cases it's harmless, a person looking over the clouds, another sitting in the slums. In other cases they've been switched to torture scenes. Track them down, and stop them.

Soulfueled Rebellion. A soulfueled clan has gained their freedom, and are looking for ways to free more of their kind. Destroy a soulfueled factory; just try not to hurt any humanoids along the way.

The Tournament. A Kingmaker gang is suspected of murdering a high-ranking Minstrel follower, who was definitely not spying on the Kingmakers for their own ends. Also, the mid-year Tournament at the Arena of Kings is being held as an offering to the Kingmaker, the winner receiving gem pieces, and a magitech weapon. Enter the Tournament and find out which gang committed the crime, and bring their leader to the Minstrels.



THE STREETS

> *Lights flash, wheels screech—where it goes down*

Known For: Cold, dampness, deep shadows, harsh lights, hazy silhouettes.

Filled with those living on the edge of homelessness, the Streets supply cheap living accommodations to the city that are dark, often without windows, and of questionable safety. Those wishing to operate outside of cult jurisdiction attempt to do so at Streetlevel, and this places the well-being of those living here in jeopardy.

Food available here is generally cheap pre-packaged goods produced by the Contractor Cult, and those who frequent the area usually do so on foot. Few train lines connect to the Streets, and some may have lived their whole lives without seeing a hovercar up close.

AREAS

Anyone can easily access the Streets—after all it's a lot easier to fall down than climb up. But nobody genuinely wishes to be down there; it's a damp, dark and dangerous place, where there is little protection against gangs or nightmares.

THE KINGMAKER'S LAND

The Kingmaker's Land is run by the gangs of the Kingmaker Cult in the South Sector, and has ever-shifting internal borders that are identifiable only by the tags and signs littered on the streets of the gangs that own them. While fights between gangs rarely end in mass-death, battles, conquests and the absorption of enemy assets are considered religious pursuits and occur regularly within this area.

THE EVERGREEN TREE

The central hub of the Handmaiden Cult, the Evergreen Tree in the South-East Sector is the largest living plant within the Falls, and is kept alive only by the constant tending from Handmaiden Druids. All Handmaiden rites, initiations and festivals are conducted here. The tree is located on an area of raised-land adjacent to the Greengate family's alchemical factories.

THE ALCHEMY FACTORIES

Located in the South-East sector, the Handmaiden's alchemy factories are run by their representatives, the Greengate family. They make a variety of potions to sell from a nearby store, create magical items and employ a range of spellsmiths for both their own use and the creation of new magitech items.

THE MANUFACTURING DISTRICT

The Manufacturing District, located in the North Sector underneath the Cloudbottom Bazaar, is run by the Minstrel Cult and is rumored to sit above the Minstrel Cult's centralized spy organization. Nevertheless, this is where the majority of their goods are produced, later to be exported to either other Sectors, or outside the city via Contractor trains. However, the cult also sells goods to any interested pedestrian who comes through the factory doors. Artisan armor, weapons, jewelry and others may be found here.

THE NIGHTMARE FOUNDATION

The Nightmare Foundation operates at Streetlevel, and at the upper levels of the Slums in all Sectors. It is run out of soulfueled intermediaries who dispense missions and rewards from small street front offices, and their Sentinels can often be spotted fighting throughout the city. It is said the Nightmare Foundation has a central hub somewhere in the North-West Sector, however its location is unknown. For more information, see the living nightmares section on page 228.

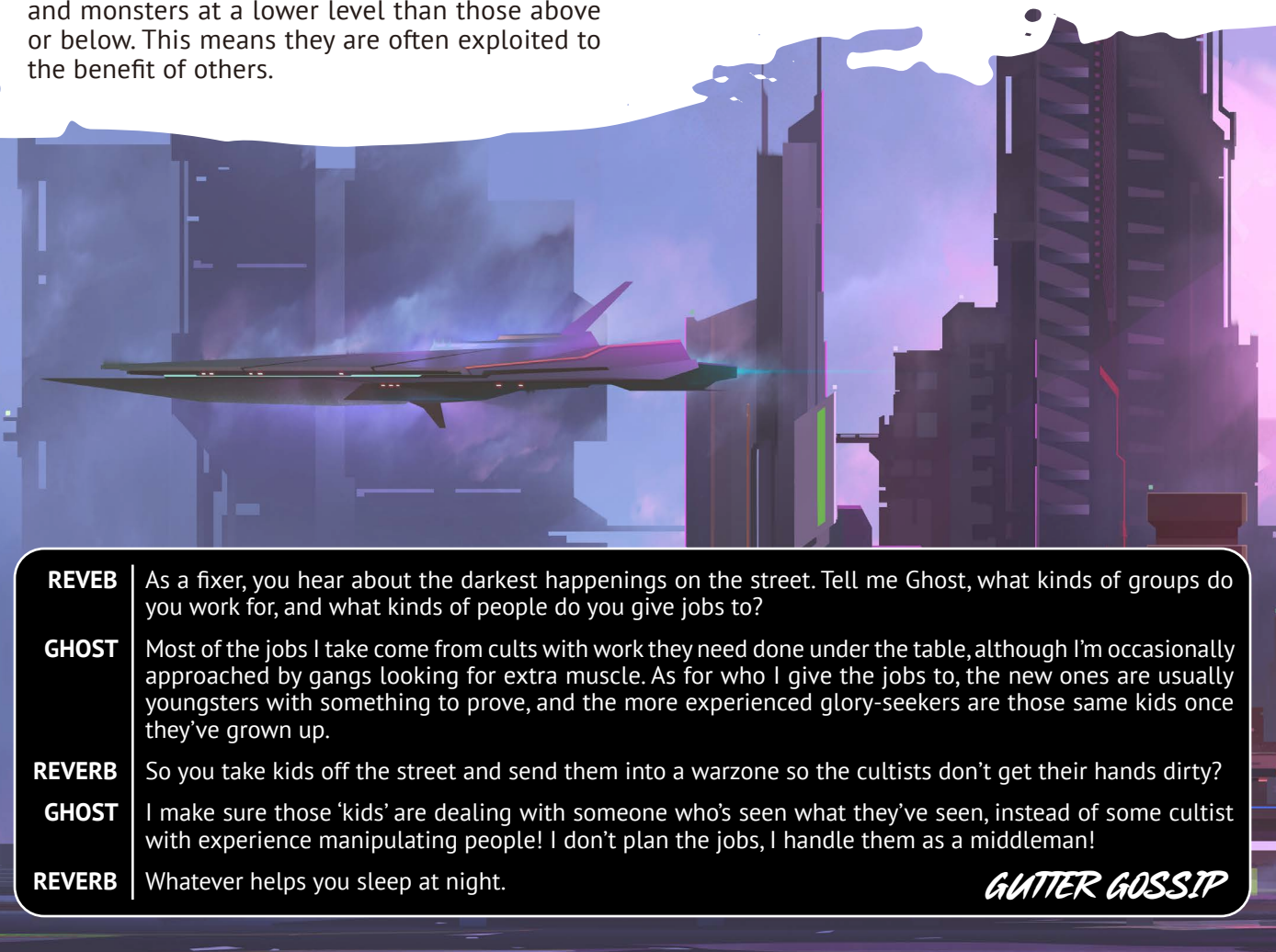
STREET MISSIONS

Missions in the Streets usually involve people and monsters at a lower level than those above or below. This means they are often exploited to the benefit of others.

Prismatic Racers. A stolen vehicle is being used in the Reveler's Racetrack, instead of using a demon power-source it illegally uses a celestial hidden under its welded-on hood. Gain entrance to the Racetrack by competing in a race, investigate the Racetrack and deliver the car back to its rightful owner...or free the celestial instead. For any fights, use the mercenary stat blocks from page 223.

The Mad Inventor. People on the streets are going missing in such high numbers that an investigation has been called. Search for these people and find the mad scientist experimenting with the void. They are synthetically making creatures from fear, Soul Batteries and mutated flesh. These amalgamations are monsters stuffed with multiple souls, and partially resemble living nightmares. For a stat block, create a **Living Nightmare** using the system on page 228.

A Corrupt Psychopomp. A Psychopomp failed a harvesting and is being hunted by an enraged soul. The soul is never-tiring, and is slowly drifting towards the Psychopomp as they run away within the city. Help the extremely tired Psychopomp escape or defeat the avenging soul. Use the **Psychopomp** stat block found on page 226, as well as the **Wraith** stat block.

- 
- REVERB** As a fixer, you hear about the darkest happenings on the street. Tell me Ghost, what kinds of groups do you work for, and what kinds of people do you give jobs to?
- GHOST** Most of the jobs I take come from cults with work they need done under the table, although I'm occasionally approached by gangs looking for extra muscle. As for who I give the jobs to, the new ones are usually youngsters with something to prove, and the more experienced glory-seekers are those same kids once they've grown up.
- REVERB** So you take kids off the street and send them into a warzone so the cultists don't get their hands dirty?
- GHOST** I make sure those 'kids' are dealing with someone who's seen what they've seen, instead of some cultist with experience manipulating people! I don't plan the jobs, I handle them as a middleman!
- REVERB** Whatever helps you sleep at night.

GUTTER GOSSIP

THE SLUMS

> *Where all dreams go to die...*

Known For: Waterways, monsters, difficult living, hopelessness, crime.

The Slums extend beneath the streets of Prismatic Falls proper in a network of tunnels, and grow increasingly dangerous the further one travels away from the city center. These tunnels are filled with the homeless and the unaffiliated.

The cults consider any below ground area not related to building foundations, sewage, or transport, to be outside their jurisdiction. As a result, living nightmares generated in these areas are unregulated, people often go missing, and the Contractor cult discards materials here. There are also many monsters, and broken drainage systems intermittently flood passageways during heavy downpours. This is a popular place for Psychopomps to harvest souls.

AREAS

Where the Streets are dangerous and dreary, the Slums are soul-crushing. With monsters running rampant, unaffiliated gangs menacing the upper levels, and routine purges from the Knight Cult, the Slums should be avoided if possible.

THE UPPER LEVELS

Populated by the homeless residents of Prismatic Falls, the upper levels of the Slums tunnels are littered with shanties, broken machinery and darkness broken by naturally occurring arcane crystals, glowworms or the occasional light cantrip.

HAG DENS

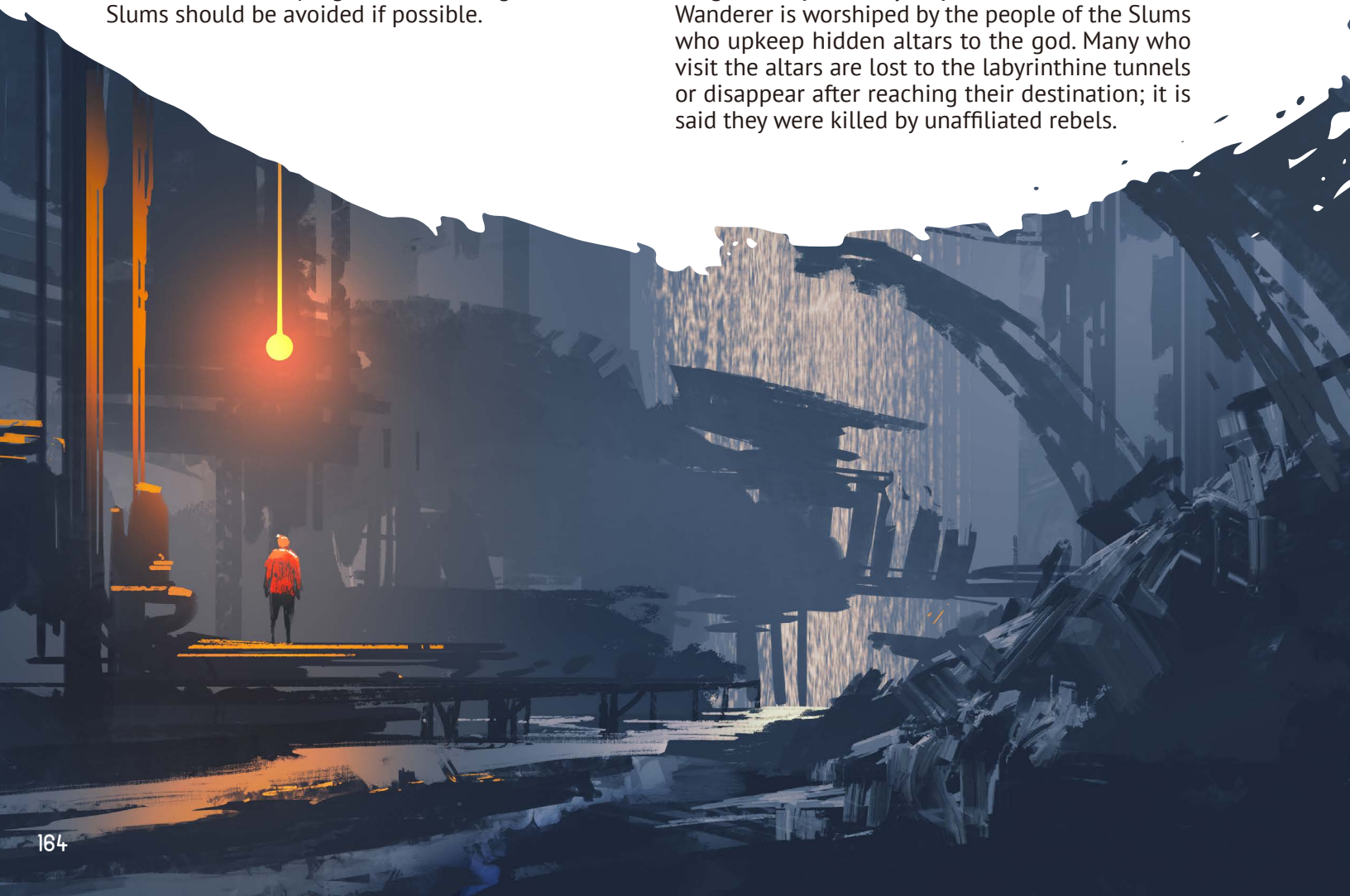
Individuals of an older appearance selling spliced narcotics, questionable magical items, and sometimes illegal weaponry are found in the upper levels of the Slums. The most infamous of these, the unaffiliated Hag Mathilda, surrounds her home with swarms of rats and vermin that she controls through unknown means.

THE SLUM MARKETS

Located in the North District, the Slum Markets are operated solely by the Minstrel Cult and are used as a means to gather information on the lower Prismatic Falls populace. This is also where they meet with informants or conduct illegal deals. The goods at the Slum Markets are usually of a low quality, and they are usually traded for another item instead of sold. Many hags visit the Slums Markets to sell their goods, Hag Mathilda does not.

ALTARS OF THE WANDERER

Forgotten by the majority of Prismatic Falls, the Wanderer is worshiped by the people of the Slums who upkeep hidden altars to the god. Many who visit the altars are lost to the labyrinthine tunnels or disappear after reaching their destination; it is said they were killed by unaffiliated rebels.



SWING Mine accidents are more common now than ever before. They've got the miners working longer shifts with higher quotas of crystal. It feels like every other day there's a collapse or an explosion. There's only so much us foremen can do to keep the workers safe while meeting the ridiculous demands of the higher-ups.

REVRB Have the cultists helped you meet their demands?

SWING They've given us as close to nothing as they can while still saying it's something. Magitech lamps, rum—the kinds of things that don't help get miners home to their kids.

GUTTER GOSSIP

THE XORN LAYER

As one travels into the bowels of the Slums, they eventually encounter the many **Xorn** living below the city. They will steal from any who cross their path, but refuse to travel below the Core or too close to the surface. However, in recent years they have been getting more opportunistic in their interactions with Slum and Streetlevel residents.

THE ABYSSAL PIT

Located in the center of the Falls and underneath the Temple of Fiscal Perpetuity, the Abyssal Pit is a shaft extending below the Xorn Layer, and nobody knows what lies at the bottom.

WHAT'S AT THE BOTTOM – D4

1. **An Ancient Red Dragon.** Sleeping on top of its pile of treasure, the Contractor could pay tribute to an unknown dragon of the Fraxis family.
2. **A Gargantuan Living Nightmare.** A monster empowering the living nightmares forming above it, perhaps a creature of gargantuan size is gobbling up the gold.
3. **A Portal to Another Dimension.** Some say they see a faint glimmer flickering up from the Pit's depths, it could be a portal leading away from Aysta to worlds, and planes, unknown.
4. **A Secret Dwarven Civilization.** Evidence of ancient dwarf villages has been located both throughout and surrounding the city. Maybe the dwarves that settled never fully assimilated into the city, and instead hide deep in the earth.

THE SMUGGLER'S LANE

The Smuggler's Lane, located in the South Sector, is an underground railway run by the Kingmaker Cult to import foreign or illegal goods into the Falls. They are also often hired by the Reveler and Minstrel Cults to smuggle goods or people. It's said they have a railway connection to each major settlement in Aysta, but it's unknown both how they built the railway and the location of the full network.

SLUM MISSIONS

Missions in the Slums are characterized by chases through the twisting tunnels and the appearance of unexpected monsters such as **Xorn**, living nightmares, or others.

A Classic Haunt. Someone was attacked by a living nightmare while asleep and barely escaped with their life. Their shelter and the surrounding tunnels are now haunted, they are asking you to defeat the living nightmare before its area of influence expands further. Create a **Living Nightmare** using the system found on page 228.

Sewage Stuff. Sewage has leaked into a High-Rise waterfall, causing humanoids in the Streets and Slums to get terribly sick and die. This has continued for several months, and now oozes and other monsters are rising out of the muck, attacking people and climbing up walls. Find the source of the sewage, fix it, and defeat all of the oozes along the way.

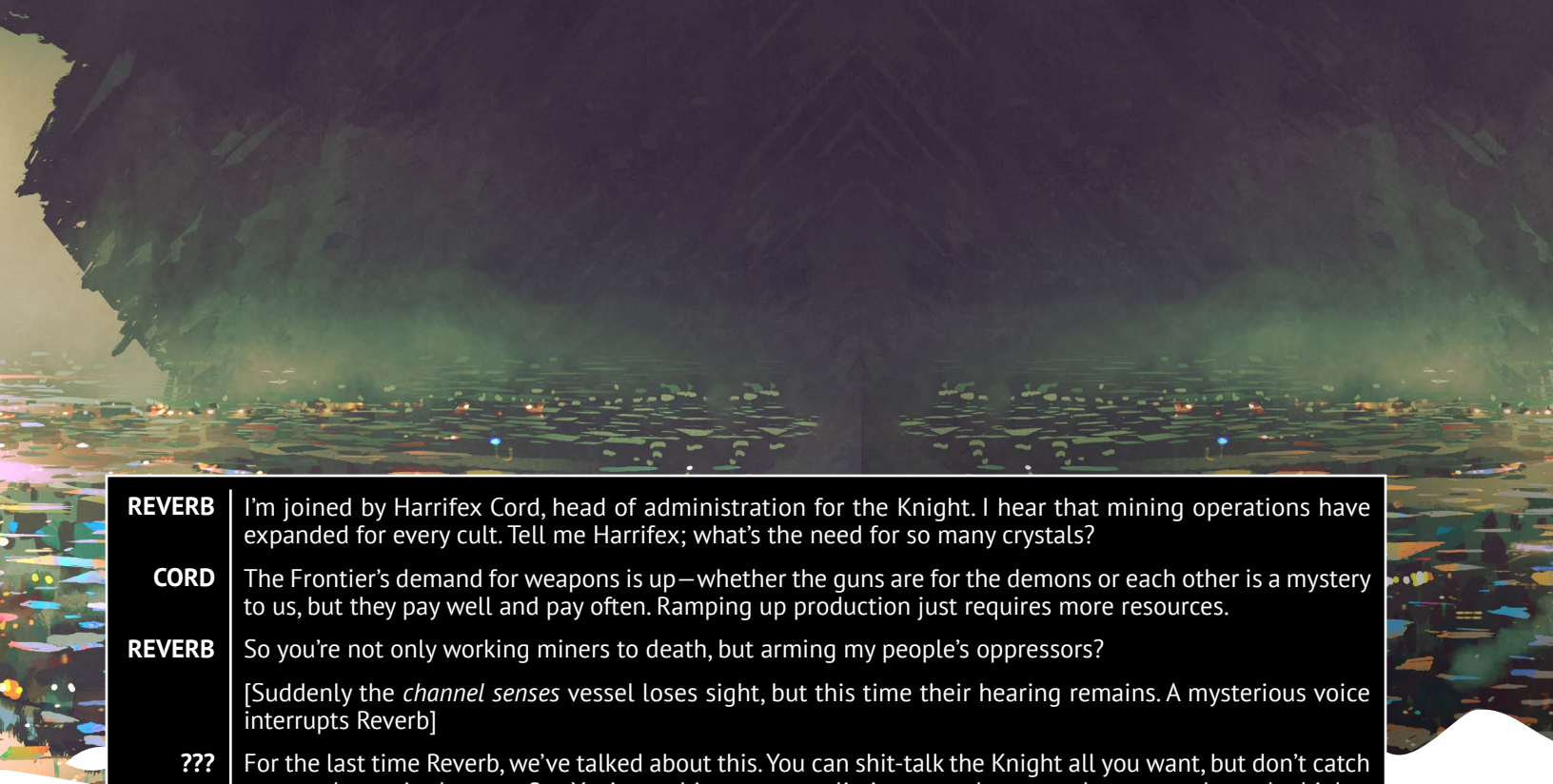
THE MINES

> *Work, work, zug, zug, dabu...*

Known For: Workers, poor health and safety, collapsed tunnels, glowing caverns.

Naturally-formed crystals are the base, unrefined material for the mana conduits used to store and transfer power within the city. As a result, mining is the backbone of Prismatic Falls, its industries, the welfare of its citizens, and its social hierarchy, all rely on the steady influx of arcane crystals into refining stations. Without the discover of large, and most importantly reusable crystal deposits below ground, it is likely the city would have never grown to where it is today.

Run primarily by the Knight Cult, the mines exist on the east side of Prismatic Falls, on the side of Mt. Elysium, and partially extend towards the Slums.



REVERB I'm joined by Harrifex Cord, head of administration for the Knight. I hear that mining operations have expanded for every cult. Tell me Harrifex; what's the need for so many crystals?

CORD The Frontier's demand for weapons is up—whether the guns are for the demons or each other is a mystery to us, but they pay well and pay often. Ramping up production just requires more resources.

REVERB So you're not only working miners to death, but arming my people's oppressors?

[Suddenly the *channel senses* vessel loses sight, but this time their hearing remains. A mysterious voice interrupts Reverb]

??? For the last time Reverb, we've talked about this. You can shit-talk the Knight all you want, but don't catch our employers in the crossfire. You're pushing us to our limits as producers, and sooner or later the higher ups will find your other little show and step in. Trust me, you don't want that. So let's drop the bloody agenda and get on with the show.

– THE RAINY REPORT WITH REVERB

This is a network of tunnels dug out by workers overtime, and as passageways collapse and new ones open, a full map of the mines does not exist. An imprudent explorer may find old mine shafts, dwarven ruins, or lava flows, but they may just as easily get lost or trapped in the labyrinthine passageways. Adventurers may also fall prey to the monsters and fire demons who live in the mountain, their arrival heralded by steam flowing up from hot-spring rivers or the explosion of gaseous air pockets embedded in rock.

AREAS

The only people who willingly visit the mines are those who work there, or those who are seeking to hide. All others find themselves there by force, happenstance or idiocy.

THE TUNNELS

The tunnels are the in-operation sections of the mines, where workers toil by day and night to carve out the crystals embedded in Mt. Elysium's rock. There are 3 mining groups operating on 8 hour work rotations to ensure there is always one group mining at any given time.

THE DEEP DEMON'S HOLE

While never given an official name, or seen on any map, the Deep Demon's Hole is a rumored trap lurking in the mines. Any miner or explorer may encounter it in a fit of surprise, as they step on seemingly solid stone that falls out from under them and deposits

them in a cavern. Within is a brazier burning without fuel, and containing a demon using the **Pit Fiend** stat block. Do not talk to him, he is deceptive, conniving, and will tempt you into a pact to his advantage. The demon is an immortal, imprisoned for several thousand years around a brazier that prevents his regeneration, his departure from the cavern, and keeps him in a constant torture that feels as if his flesh is forever melting from his skin. Do not free him, or all of Prismatic Falls will burn.

MISSIONS IN THE MINES

Missions in the Mines are usually tied to one of three areas of interests, the mine's workers, the Demon, or the dwarven ruins.

Lost in the Mines. A group of 15 miners and 1 foreman have not returned from their shift in the mines. Find the miners and return them to their homes. However, one miner dropped his pick down a hole and met the Deep Demon when he went to retrieve it. He has now made a pact with the Deep Demon, and has trapped the other miners in preparation for a sacrifice to gain demonic powers. Stop him at all costs.

Crystal Smugglers. Arcane crystals are appearing in distant lands, despite not being sold or transported there by the cults. Investigate the mines and, find the secret passages miners are using to smuggle crystals out of the mine. Defeat the goblins, monsters and bribed **Xorn** on your way. Afterwards, investigate the Kingmaker officials who have organized this operation.



BEYOND THE CITY: THE FEDERATION

This section details the areas directly outside the city, and the rest of the Federation: the Wastes, the Dead-Zone, and the Outer Reaches.

Beyond the Prismatic Falls city lies the greater country of the Federation. While technically ruled by the cults, none pay attention outside of Prismatic Falls except for the Handmaiden and the Kingmaker.

The never ending rain of the city spelled doom and gloom within its bounds, but allowed for lush harvests outside, where sun periodically shines and rain regularly rushes in from both the city's inland location, and the ocean. Many new towns have appeared along the twin rivers that run through Prismatic Falls, and several more along the coast and in the shadow of the city's rainfall.

THE WASTES

Known For: Open space, power sources, depletion, a permanent cloud of despair.

The wastes surround Prismatic Falls in a ring, and are primarily comprised of ramshackle huts and semi-repaired houses. Those who live here are afflicted by the mana-depletion effect that covers all areas too far away from the Core, but they are considered between the Slums and the Streets residence in terms of their affluence. A humanoid born in the Wastes will often stay in the Wastes until their death, crippled, unable to use magic, and constantly washed in polluted Dead-Zone water run off. However, they will not be in the constant danger of the Slums or Streets, they will be fed and not live

in fear. Nevertheless, nobody from without wants to live there, and the people of the inner city are afraid to visit, for what if their mana disappears as well?

Several cults also conduct official business in the area, such as the Knight Cult training and storage facilities, as well as the spirit tower power plants and the Reveler's Racetrack. These are located on the inner area of the Rim where the mana-depletion is negligible, as long as one does not spend years of their life there.

AREAS

The Wastes is the least populated area of the city, while covering the largest amount of area. Homes are at most three storeys high, and only extend five to ten blocks out before the mana-depletion makes it impossible to live.

THE RIM

The first stage of the Wastes, the Rim, encircles the Falls and consists of shanty houses filled with drenched homeless people who are often displaced or forcibly moved by Knight Cult patrols. The occasional Hag Den is also found in this area, but all those who permanently live here find themselves devoid of magical ability.

THE RACETRACK

Located in the West in the Falls Rim, the Racetrack is a Reveler circuit where drivers and arcanocyclists pit their tricked-out vehicles against each other. Various betting and gambling businesses are run on the side, along with robot fights, street racing and shooting competitions.



THE DEAD-ZONE

Known For: Draining, uneven distribution of energy, depletion of nature.

THE FACTORY & THE GAUNTLET

Located north-west on the rim, the Factory is where Seekers are made and trained, and where prisoners are incarcerated until they are found guilty or release the information they are withholding. Meanwhile, the Gauntlet is used for the storage of magical artifacts, powerful weapons, and souls. Both facilities are heavily guarded at all times, and are protected by a magitech fence that kills any individual that attempts to scale or fly over the barrier up to 200 feet.

SPIRIT TOWERS

Scattered across the middle of the Wastes lie the Contractor spirit towers, glorified power plants that supply the majority of Prismatic Falls' mana supply. Inside each are a large amount of Soul Batteries, the magic of which causes dangerous rifts and living nightmares to appear around them often. Maintenance workers who go to check on these towers often need backup, or else they don't return.

WASTES MISSIONS

Missions in the Wastes involve a limited number of people, most within the Rim are stuck at low levels, and those guarding spirit towers are in the middle of cult hierarchy.

The Tower of Souls. One of the spirit towers has exploded, scattering souls across the wastes. Retrieve as many souls as possible while avoiding or defeating the living nightmare that lives in the Haunted remains of the spirit tower. Good luck! Turns out a mysterious figure purposely destroyed them to steal the souls, quickly catch up to them in the Wastes.

A land devoid of life, the Dead-Zone surrounds the city of Prismatic Falls in a 15 kilometre radius, and is interspersed with airship docks, railway stops, and government-owned power plants. It is unknown whether the Dead-Zone was made intentionally by the greater governmental powers as a defense against above-ground invasion, or if it was a result from the mass amount of mana energy released regularly within Prismatic Falls. Regardless, all mana is drained within this zone, and it is impossible for any lifeform to survive.

As one approaches the perimeter of the Dead-Zone, life returns gradually, with grassy patches forming in areas naturally protected from the wind, and eventually small shrubs, moss and mold forming as one begins to cross into the Outer Reaches.

EFFECTS OF THE DEAD-ZONE

Creatures within the Dead-Zone suffer the following effects while they are not close to a train line or any other similar place of high magic:

- A creature with spell slots loses their lowest level one at the end of each hour and can't regain spell slots in any way while in the zone.
- After spending a day in the zone, a creature loses the ability to use magic items and arcane tools (including arcane firearms) and loses the ability to cast any cantrips they know until they leave the zone or go close to a highly magical area within it.
- After spending more than one month in the zone, a creature permanently loses the ability to utilize magic of any kind.

SHATTERLOCK | When approaching a facility like this, know what will be inside, and where. Otherwise, you might as well slit your own throat.” The words reverberated down my *channel senses* connection, reaching the four dozen or so I could feel watching. Aware of the potential scrutiny from the Factory’s upper windows I swiftly passed the street-level guards, their eyes only registering the Executioner’s uniform that hid my manatech. Not that it mattered, I wasn’t so stupid as to pass through any *visions of old* sigils wearing my real face. As I walked through the foyer, and turned into an empty corridor towards the rear stairway, I was careful to sneak past the gaze of the Knight Cult horrors. “And when facing Seekers... make sure they don’t get too close”. Arriving at the 21st basement level, I slid purposefully towards artifact storage, smooth, unhurried, meant to be here. Motionless in front of the door, I disrupted the *arcane lock* and the *glyph of warding* on its interior. Shuffling it to the side, I beheld the treasure trove before me, the manatech, the arcane crystals, the precursor writing on the wall, I could feel my watchers jittering with excitement. Stepping over the threshold with a drained crystal ready in hand... their presence cut out, and arms grabbed me from behind. With a twist, I clawed at my attackers, snarling and unrelenting: *fireball*.

GUTTER GOSSIP

A special amulet, called The Amulet of Mana Shielding, allows one in the zone to avoid these effects, however it only applies to the wearer and any magic items on their person for the full duration of the trip. This is treated as uncommon magic item that requires attunement.

DEAD-ZONE MISSIONS

Missions in the Dead-Zone are usually given from within the city proper, as nobody can survive in the area. You may see skeletons half-buried, or busted, abandoned technology.

The Lost Journal. You have found a Journal Stone on a corpse from a failed exploration team. It says there is an ancient treasure buried in the dust somewhere in the Dead-Zone.

Research. Someone is trying to study the effects of the Dead-Zone to replicate it for war, go through the Dead-Zone two times while under the effects of a supposedly helpful drug and carrying heavy equipment. But, just ignore those frighteningly real hallucinations...

THE OUTER REACHES

Known For: Greenery, farmlands, research, assistance, general kindness, blood sacrifices.

The Outer Reaches is used by those within Prismatic Falls as a catch-all term for everything in the Federation external to the city, and is often spoken of with distaste or fear. In truth, it is a quite hospitable land populated by many farming villages, and rural towns, that sustain the immense Prismatic Falls population by providing food and resources. As a result, this is also where the influence of the Handmaiden is strongest.

However, this is also where the Supplicants of Restitution (see the Solidarity on page 146) hold significant sway over the general population, and as people migrate east to Prismatic Falls, just as many have begun migrating east to the coastal Reserve.

All towns mentioned here lie on the train line, with exception to the small fishing village of Goram.

AREAS

Those who live dispersed among the small and mid-sized Federation towns experience generally content lives. However, enough experience hardship, either by disease or disastrous crop yields, for significant numbers to turn to Restitutioner ways.

MOUNT ELYSIUM

The tallest mountain on the continent, Mt. Elysium, looms over the cities and can be seen on a clear day from the Reserve’s tower. Separating the Federation from the Empire, it is one of several reasons why the Empire never expanded westward.

FERNELL

The home of the Handmaiden Cult’s royal family, the town of Fernell sits north-west of Prismatic Falls, and abuts the Overgrowth border. It is accessible from Prismatic Falls by Contractor train ride to Yarrol and then either a four day walk, or a Handmaiden train ride to Fernell. The town is famous for surrounding their town in deciduous and coniferous trees that create swirling patterns in the fall.

Furthermore, the Cult of the Handmaiden operates several Overgrowth research stations from this town. See page 141 for more information.

YARROL

Located on west of Prismatic Falls, on the bank of the western of the two Federation rivers. Yarrol is a small town one would pass through when traveling to Fernell from Prismatic Falls. It forms the intersection between the Contractor and Handmaiden train lines, and functions as a waypoint for travelers and trade.

MERNE

Located on the train line between Yarrol and Fernell, Merne is a handmaiden-owned town, and all passenger trains going through are required to stop for 2 hours at this location where Handmaiden officials record comings and goings.

TRAVA

Self-proclaimed Lord Trava of the Handmaiden Cult recently bought all the southern Federation lands for his farming empire. All his farmlands use Trava, located West of Mt. Elysium, as a place to sell and export goods, and the Lord has constructed a neon castle on a man-made hill towards the edge of town. Lord Trava has also outlawed Restitutioner rites and practices, declaring them to be unnatural and demonic beliefs.

GORAM

A fishing town on the south-west coast of the Federation near Molten Island, Goram is situated in the island's shadow. The warm waters generated by the island create the perfect location for tropical fishing and shellfish farming. Their produce is highly sought after by Prismatic Falls denizens.

THE RESERVE

A coastal town located in the far west of the Federation, it has a large harbor and well kept streets. Its buildings are made primarily of limestone and sandstone, and while it was not founded by the Supplicants of Restitution, they are now the ones who live and control the town. Their base of operations is a large tower on a coastal cliff face, which houses their large library of mathematics, physics and magic principles, and the disciples of their religion. For more information on the Restitutioners, see page 148.

MOLTEN ISLAND

Molten Island, a massive, demonic volcano, is located just off the continent to the south-west of the Federation. It is said there is a raging demon trapped inside, and this belief is kept alive by the lava regularly spitting from the top and occasionally traveling down its side. The water surrounding this island is consistently evaporated, and it travels inland until it reaches Prismatic Falls in the form of rain. Use a gargantuan-sized **Pit Fiend**, or any other fiend with an equal or higher CR (20), if anyone attempts to defeat it.

OUTER REACHES MISSIONS

Missions in the Outer Reaches can be focused in town, or on defeating threats to civilized life that wait in the wilderness.

The Archives and the Crone. A blind old gnome owns a magic item store in town, and asks you to retrieve a book from the Restitutioner's Library. Sneak in, find the book, and try not to make too many enemies along the way.

Lost my Marbles. Lord Trava has suffered a burglary, someone has raided his cellar and stolen all his aged wine... and maybe a few artifacts and potions. Find the individuals responsible for the burglary and bring them to justice.

REVERB

PHANTOM

REVERB

So you scrape up corpses in the street and drain their souls to make batteries?

W-We make new life too. Some of those batteries are made into soulfueled!

You create that life by overwriting an old one! My beastfolk friend can't be resurrected now because of you psychopom—

[Reverb starts to stand and is suddenly frozen in place by a hold person spell. He is dragged from the room and the show ends.]

— THE RAINY REPORT WITH REVERB



SOULSPACE

Throughout the entirety of the gargantuan Prismatic Falls lies a parallel world hidden to the naked eye—a world with the same structures, but bathed in an ethereal gray, where the souls of all those in Prismatic Falls can be seen clearly. This is Soulspace—a name given to the section of the Ethereal Plane that lies over Prismatic Falls. It is a tangential dimension where richer citizens in Prismatic Falls go to live second lives, make secret deals, and entertain themselves. In Soulspace, the concepts of material and thought converge; allowing those inside to alter their appearances entirely and subtly affect the ethereal world around them using their imaginations.

For more details on souls and how the Ethereal Plane fits into the structure of the world, see page 121.

ENTERING SOULSPACE

In Prismatic Falls, Soulspace is accessed through the *ethereal jaunt* spell (a new spell, see page 109).

Regular citizens access this spell through Manateks or through AutosPELLs that exist with locations called Ether Centres, which are stores that sell the casting of *ethereal jaunt*. The spell usually costs around 100 gp, and lasts for up to 4 hours.

The souls of those on the Material Plane exist within Soulspace in the same location as they are in the material. You normally can't interact with these souls within Soulspace, though some specialized agents have trained to do so (see the Lost Soul warlock patron on page 61).

SECOND LIVES

In Soulspace, one can move around the space freely—gravity does not exist in Soulspace, and those inside move around using their force of will. In addition to that, those in Soulspace can freely **alter their own appearance** (but not their abilities) using their imaginations, allowing anyone to be an anonymous member of this parallel community. Many take on alter egos and vibrant personas, creating a new person to live as; living out fantastical lives that they simply could not in the real world.

ETHEREAL STRUCTURES

In addition to altering appearances, the **very fabric of reality can be altered** with one's imagination. While the effect is quite small for only one person, many people can, and have, come together to make grand structures purely out of their imaginations—which even includes color and moving objects, normally not present in the plane. This has transformed Soulspace into a vibrant community of extravagant artwork, interactive games, and grand structures; all created by the efforts of an anonymous community and existing on top of the already present locations and buildings projected up from Prismatic Falls. Here are some structures you might find:

SOULSPACE STRUCTURES – D8

- 1 **The Museum.** A grand, cylindrical, museum that stretches upwards into the sky, each layer hosting a uniquely crafted art piece.
- 2 **The Haven.** A tranquil land of lush greenery and wildlife where many go to relax.
- 3 **The Grand Challenges.** An obstacle course on ground level, including hoops to fly through, ramps to slide down, and ropes to swing across.
- 4 **The Arena.** A large arena equipped with ethereal weaponry, where you can spar opponents without any harm or play a variety of sports.
- 5 **The Kitchen.** A market with specially imagined pots that allows objects to garner taste in Soulspace, where you can try wholly unique flavors.
- 6 **The Studio.** A large, box-like building that hosts many different rooms. Each room has the power to draw music from the soul and amplify it.
- 7 **The Outpost.** An outpost at the edge of the city where citizens with large nets attempt to catch stray thoughts; stories told by those in Soulspace and old tales from ancient ghosts.
- 8 **The Forum.** A large set of message boards where many leave messages and markings, often having conversations. Some use the *Inscribe* spell to leave messages here.

There are, however, threats to this community—groups of anonymous citizens who aim to tear down the ethereal structures in Soulspace, coming together to destroy what was made. These ethereal terrorists have varied motivations and are often hated by many who live much of their lives within Soulspace.

SECRET DEALS

With Soulspace allowing complete anonymity, many secret deals are made within it, with each participant going to a set location marked on the Material Plane. The *inscribe* spell (a new spell, see page 110) is also sometimes used in these deals,

to mark some writing in a hidden location, where another will come to find it later. These messages can also be set to be viewed in the Material Plane.

ACTION IN SOULSPACE

While in Soulspace, one's features are mimicked within the plane—they are able to fight and cast spells as usual, and their hit points function as normal. (though they float around instead of walking).

Some of their physical abilities, however, are bound by their mental fortitude. Whenever a creature in Soulspace makes an ability check or saving throw using Strength, Dexterity, or Constitution, they use their highest ability modifier out of Intelligence, Wisdom, and Charisma instead.

'HACKING' THE MATERIAL

Affecting the material world while in the Ethereal Plane is normally impossible, but as the border to the Ethereal Plane is so weak in Prismatic Falls, it is possible, albeit difficult.

While in Soulspace, a creature can attempt to pierce the ethereal veil—making an Intelligence (Arcana) or Intelligence (Religion) check against a DC that is based on the intensity of magic where they are trying to pierce into, where more intense is easier. On a success, they pierce into the Material Plane for a brief period, able to interact with their surroundings for the next 5 minutes. On a failure, they take 2d6 psychic damage. In either case, they cannot attempt to pierce the veil again for the next hour.

During those 5 minutes, a creature can interact with the Material Plane as if they were on it, though they appear as a ghostly figure and any objects they take do not come back with them. This usually gives them enough time to cast a few spells, attempt to pick a lock, read some secret documents, or retrieve some secret information from objects that have had the *imbue knowledge* spell cast on them (a new spell, see page 110). Certain adept agents—called Runners—are specially trained to be ethereal scouts in Soulspace using this method, gathering information and aiding allies in the real world wherever they can.

There are many defenses used against this method. Mercenaries called Seekers and Phantoms are used (see the section below) as well as spells such as *Private Sanctum*, which stops creatures from piercing the veil in that area. The most secure locations in Prismatic Falls have such ethereal defenses, and they are tough to break through with this method.



THREATS IN SOULSPACE

There are a few threats in Soulspace. One is ghosts, though they tend to not stray near any of the created structures. Some vengeful ones are still a threat to those within the plane. The second are Ethereal Agents, which is the name given to trained mercenaries that defend material locations against Soulspace and those within it. Those that stay in the Material Plane and see into the ethereal are called Seekers, and those that venture into Soulspace are called Phantoms. For Seekers, use the **Augmented** stat block (choosing the Otherworldly Vision upgrade for them), and for Phantoms, use the **Street Warrior** stat block, both stat blocks can be found on page 223.

LIVING IN SOULSPACE

Some spend so much time in Soulspace that one could say that they live there. The effect on one's body from doing so is brutal—a lack of activity can cause it to deteriorate at a rapid rate, making common extended visits to Soulspace a large health

risk. Many take this risk however, as they enjoy themselves much more in Soulspace than on the material. There are even some who purposely let their material bodies die while in the *ethereal jaunt* spell, allowing them to stay in Soulspace forever.

MISSIONS IN SOULSPACE

Missions in Soulspace usually involve intrigue or are a part of a larger endeavor, often a heist, which is taking place at the same time within the Material Plane. Here is a mission example:

Ethereal Revenge. A nephilim named Indigo who is an Ethereal Artist has angered a Kingmaker gang led by a half-elf named Switchblade in the material world. Indigo had made artwork depicting the Kingmaker as brutal barbarians, and the gang retaliated by destroying all of Indigo's artwork in Soulspace. Indigo hires the players to deal with this gang in whatever method they see fit—though the gang's base of operation is a mystery. Indigo knows what Switchblade's avatar looks like in Soulspace, and asks the players to hunt them down in Soulspace to find out where they are hiding.

REVERB	Today, I was pulled from the set of Rainy Report, and was fired from my job behind the scenes. This show is now my primary focus, and we're working on a plan to better this city in more ways than just arming you with the facts. Today I'm joined by the <i>channel senses</i> vessel of Rainy Report, please welcome Goggles!
GOGGLES	Good to see you Reverb. Your viewers know how the producers treated you, I resisted their <i>blindness/deafness</i> a few times towards the end.
REVERB	Good man. We'll make a Crystalpunk of you yet my friend!
GOGGLES	... Crystalpunk?

GUTTER GOSSIP

THE SHATTERED —EMPIRE—

Thirty years ago the eastern side of Aysta was united under the banner of the Iron Fist Empire, speaking the Imperial tongue. Two millennia of conquest had seen them own the homelands of many races and the ruins of old civilizations, and now their limits had been reached. They wouldn't invade Prismatic Falls—not only were they too powerful to annex, but their trade and innovations had sustained the Empire for decades. The land to the north and south was inhospitable to both their people and their invasion tactics, and so there was nowhere left for the Empire to go.

With no opportunities for external warfare, the Iron Fist Empire turned its attention inward. In an unforeseen move, the south-west broke free of the Empire and renamed themselves the Crimson Blade. This was the opening move in a war that would irrevocably shatter the Empire through civil war and betrayal. The monks of the Violet Flame attempted to stop the Crimson Blade rebellion, but they were too late in their response and the rest of the Empire broke into small city-states. Soon, every side of the Empire was at war with itself and the Emperor retreated into the capital while expelling dissenters from the city.

Today, the Empire sits in a stalemate, where territory is gained, lost and regained constantly, as each of the seven state's augmented, indefatigable Knights battle back and forth. The war may yet be won by one of the rebellious states, but they would first have to claim the other states and then defeat the mysterious, powerful Emperor in his home citadel, the Crucible. Perhaps a group of adventurers powerful enough could help turn the tide into the favor of one of the states...

FOUNDING OF THE FIRST CITY

The first city was founded in year 0 of the Age of the Empire, a calender system that would be later used across all of Aysta. The city itself is thought to have been originally created by the Precursors as a citadel on the south-eastern edge of their territory, before it mysteriously turned to never-rusting iron. This iron city was found by exiles from a now destroyed east coast civilization, who discovered the main keep and believed its fist-like shape to be a symbol of their salvation. They entered a haunted city that had been frozen in time, with strange people turned to iron in the middle of their daily business. The settlers named this wonderful, terrible place the Iron Fist, later to be renamed the Crucible with the formation of the Iron Fist Empire.

WHAT TURNED THE CITY TO IRON?

1. **A Ritual.** Perhaps a mistake, or maybe an intentional attack from outside the city. Whatever the case may be, evidence of this ritual may be frozen in iron somewhere.
2. **A Wish.** A poorly worded *wish* for resources ended in the city being transmuted to iron. Evidence of the source of this wish may still be within the Crucible, if you were to search deep enough.
3. **A Spell.** An otherworldly creature attempted to consume the city, and the city's wizards made a mistake in their haste.
4. **Divine Retribution.** A slight against the One before the Empire even knew he existed incurred his wrath. Perhaps the punishment of the city being turned to iron is a clue to what angered him, and by extension, the penance needed to reverse it.

VEILED BLADE REBELLION

Rulers with an iron fist stay in power. To take it, all we need is a cloak and a dagger.

— a masked inciter, who would later become the first Emperor.

In AE 250 the Iron Fist was a well established city-state in the east, although it was far from perfect. The land surrounding the city for a mile remained entirely iron, and for many more miles it contaminated the soil, occasionally collecting together in iron ore deposits. This stymied farming efforts in the region, and the majority of the city's trade was focused on importing food from distant nations in exchange for their superior iron tools. Dissent began to form in the city-state—with so much iron on hand, why not use it to arm soldiers and claim farming land? The council of rulers refused, fearing that they could lose everything built by their ancestors over two and a half centuries in retribution.

A movement began to fester in the darkest corners of the city. People whispered of a rebellion against the council while wearing masks to avoid recognition. One particularly popular inciter of rebellion would give impassioned speeches in the taverns and later in the streets, rallying the poor folk who could no longer afford the rising cost of food. In a famous speech made the night before open rebellion, the mysterious figure named their uprising the Veiled Blade, and proceeded to lead the common folk to a brutal revolution that would eventually place him in power as the first Emperor.

CONQUEST

Soon after the Emperor was placed in power, the iron being used for tools was suddenly repurposed to outfit an army. Before the nations surrounding the Iron Fist learned of the amassed troops and supplies, the Iron Fist marched on the south-eastern coast. The peaceful civilization that fished the ocean—the home of the Iron Fist's own ancestors—was quickly claimed, along with the meadows and rolling fields between the two capitals. This land ripe for farming was settled by the Emperor's most trusted men and the serfs they protected, and laid the groundwork for the feudal system that thrives within the Empire today.

While the first Emperor's conquests were the beginning of an era, it wasn't until the dark experimentations of subsequent Emperors bore fruit that they were able to defeat their dwarven, elvish and orcish neighbors and expand their territory. Breakthroughs such as spells, mutations and the battleborn would let the Iron Fist conquer as far as geography would allow, even adapting inventions from Prismatic Falls such as augmentations and soulfueled into their armies. Their progress over the centuries came at a cost; the constant harnessing of vast stores of magic created a permanent storm centered above the capital.

THE SHATTERING

After nearly two millennia of conquest and just over a dozen Emperors, the Iron Fist Empire found itself with a vast territory, but nowhere to expand. After the pyrrhic victory in the subterranean kingdom of the dwarves, they had finally claimed the east.

The focus of the Empire turned inward, towards growth and politics. The habit of subjugating nations but leaving the culture unimpeded came back to haunt the Empire—barons from different parts of the nation completely disagreed on how to best solve their expansion problem. The south-east coast wanted to set sail for new lands and colonize, while the elves to the north suggested adapting to the Overgrowth. The south-western barons were oddly silent on the topic; they were known for their aggressive, ambitious politics with very little tolerance for compromise, and yet the most important issue the Empire had faced in centuries was being ignored by them. The reason soon became clear.

Lord Durkhan—the first battleborn—had been silently gathering allies in the south-west. Soon, he had gained the loyalty of a large swathe of the south-western countryside, but it didn't take long for him to show his hand. In AE 2052, Lord Durkhan's people seceded from the Iron Fist and renamed themselves the Crimson Blade. They declared that Durkhan was their king, and that he would soon be Emperor. Pandemonium erupted across the Empire, and for the next two years the entire nation was fractured into tiny kingdoms consisting of a baron vying for neighboring baronies' fealty, by charisma or by force. The chaos was exacerbated by the Emperor's decision to drive almost every humanoid from the capital, replacing them with thousands of soulfueled. As AE 2055 settled in, the smaller states had been mostly absorbed by the largest ones, and the fighting entered a status quo.



REVERB

I'm speaking with Maradel Steelrend, a Knight who just arrived in Prismatic Falls from the Ardent Shield. Tell me Maradel, I've never really understood the Emperor's role in your war... what does he do, and how does he still have any power?

MARADEL

The greedy bastard saw the war coming, and made a soulfueled army to keep the capital. It's where the three Colleges of Evolution are located, and the Emperor jealously guards the instructors. We just can't get a hold of the equipment needed to make new Knights without the capital, and so he's maneuvered himself into a position where he controls the flow of our strongest troops.

REVERB

Why does he let your states into the capital at all?

MARADEL

Other than us traveling and returning, he has almost complete control over each state's numbers. No one really knows why he doesn't just stop the flow, but he's plotting something for sure.

GUTTER GOSSIP

THE CLERGY & THE ONE

When the settlers first stumbled upon the citadel frozen in iron, they also came across some tablets that were once wax. They told the story of a nation without a religion, which changed when a sorcerer of unprecedented power was born to the ruling family. He spent his rule being worshiped, and when he died, the people believed so strongly that he would ascend to godhood that he actually did. Seeing the city turned to iron, the settlers believed it must have something to do with this god, known as the One, and worshiped him out of fear that he may do the same again.

During the Shattering, the clergy of the Iron Fist was in as much disarray as the nation, and the different states ended up interpreting the One's scripture and temperament differently. He was split into seven different gods, although over time, the clerics realized what had happened and moved to correct this. The process of getting their scriptures straight did recombine the fractured faces of the One, although not exactly as they were. The people began representing the One as a hydra with heads the color of their associated state, and eventually began to actually shape them that way.

For more, see page 148.

KNIGHTS & AUGMENTATIONS

In the early days of the Iron Fist Empire, Knight was a rank befitting the greatest of the nation's warriors. They would begin as pages in barons' courts, be selected as squires by Knights, then train for a trial to become a Knight themselves once their mentor declared them ready. The process for becoming a Knight is similar now, but the meaning of the title has shifted as research into augmentation has progressed. Knights are now known as super-humanoid warriors; physically and mentally augmented, almost invincible. Whenever a squire is Knighted, he chooses an augmentation, and will eventually have a colored gem inserted into that augment. Knights once chose the gemstone for their squire before their trial, with the color of the gem representing qualities befitting their station, although now they receive a colored gem

representing their state. Once the new Knight has their first upgrade, they attend a College of Evolution of their choice to continue their own augmentation.

COLLEGES OF EVOLUTION

One of the Iron Fist's earliest experiments for warfare was the practice of body augmentation. Initially focusing on alchemical mutations, the Iron Fist founded the first of the three Colleges of Evolution in a building now dubbed the Laboratory. The chemicals created by the Laboratory produce terrifying yet controlled mutations, and can even give function to limbs replaced by new biological ones. The second College to be founded was the Library, as infusing magic into a humanoid body was found to be a viable way to give limited spellcasting abilities to someone who wasn't an adept. Finally, the Foundry was made to utilize the technology of Prismatic Falls alongside the Empire's advanced forging techniques to create powerful magitech augments. Each of these colleges is based on an evolutionary method; mutation, infusion and innovation respectively. Players choosing the evolutionist as their character class (see page 62) and who have the Empire as their home may want to consider having studied at one of these colleges.

THE EMPEROR

All Emperors of the Iron Fist are purposefully mysterious, but none more so than the fourteenth Emperor. Even his appearance is shrouded in mystery, as he constantly replaces his body parts, sometimes even undergoing a full body transformation through *reincarnation*. One day he may appear as a tiefling with dragon legs and a steel arm, while the next he may be a grotesquely mutated beastfolk.

As the empire shattered around him, his only recourse was to force all inhabitants of the capital out into the other states, replacing them with loyal soulfueled. This surprised the states, but the choice to continue squire trials in the capital, and to allow new Knights to study at the Colleges of Mutation surprised them more. This begs the question—what is his plan?

THE EMPEROR'S PLAN

1. **Make the States War Weary.** Knights are damn near impossible to kill, but if he just keeps supplying states with Knights and letting them wear each other down, they will eventually tire of war and sue for reunification.
2. **See Who Wins.** The states represent long conquered territories; dead nations. Why not see which is strongest? The Emperor will one day cut off the flow of Knights, and let the most powerful state beg him to rejoin his army.
3. **Let the States Destroy Their Workforce.** Knights are hard to kill. Soldiers aren't. The waves of conscripted serfs will one day run dry, forcing the states to seek soulfueled farmers from the Iron Fist. When that happens, they will have no choice but to submit.
4. **Turn the Knights on Their States.** The Emperor isn't handing out Knights for free. Embedded within their augments are a secret, magical mind control augment that the Emperor will one day use to turn them against their own kings. *Note:* If your party has Knight characters, this can be a fun twist, or an annoying one. Choose this option at your own discretion.

EMPIRE TRANSPORT

Bigger demons are difficult to transport so far east, making large vehicles like trains and cars almost nonexistent in the Empire. Instead, horses, mules, and *phantom steeds* are the most popular options for personal transport, while carriages are used by the wealthy. Small demons such as imps can be more easily transported, so smaller vehicles such as bikes or even mechanical horses are often used by Knights.

SPORTS

When free from war and territory disputes, the Empire's states engage in civil sportsmanship in the name of bettering their relations. Each state capital has a stadium for this purpose, and invite individuals or teams to prove themselves worthy for interstate competition. Competitions for imperial sports titles are often hosted in the Crucible's colossal stadium, where gladiatorial games, jousting and wrestling are most popular. Tensions remain high, but the bloodshed is nevertheless reduced when compared to their other conflicts. Maybe

FIGHTING THE EMPEROR

As a GM, if you want to use the Emperor in an encounter, you can use the **Balor** stat block, but make it a humanoid rather than a fiend, and its languages should be replaced with Imperial and Common. Also, any fire or lightning damage it deals can be replaced with another damage type of your choice, as appropriate for the Emperor's current form.

sports provide a reprieve from the real aggression and discrimination on the front lines, maybe the regular people of each nation just love seeing their representatives beat the tar out of the other states, or perhaps they just love the violence. Whatever the case, the Empire's citizens love their sports.

JOUSTING

Jousting is of significant cultural importance in the Empire, and is by far the nation's most popular sport for both viewing and participation. There are many events on the jousting ticket; horse jousting, bike jousting, and mecha horse jousting, to name a few. Augmented Knights often excel in these events, and a charismatic Knight can make a name for himself through his jousting achievements alone.

EMPIRE CHARACTERS

When creating a Shattered Empire character or NPC, consider the following qualities:

Feudal. The Empire is a feudal society, and every character from the Empire knows their place. From a lowly serf to a haughty baron, each character fits somewhere on the social—and economical—ladder.

Competitive. The people of the Shattered Empire are fiercely competitive, especially with each other. While they may hate characters from other states, they won't pass up an opportunity for a competition against them, especially with a wager on the line.

Resilient. A civil war has ravaged their lands for thirty years. It takes a lot to get any character from the Empire down and out, and rebuilding from nothing is a familiar feeling for them. This trait is more pronounced the lower class a character is.

REVERB	Hello listeners, it's Reverb live from the streets of Prismatic Falls. I'm joined by a man who calls himself Thorbjørn, from the Shattered Empire. What do you have to say to the people tuning in?
THORBJØRN	You've heard of the Emperor, haven't you?
REVERB	...Yes?
THORBJØRN	Well, then do I have a story for you! No one knows who or what race he was originally, and sometimes they don't even know what he is now. Whenever the Emperor dies, he's brought back in a secret chamber with a new body, constantly trying new parts and augmentations. They say once he finds the perfect form, he'll lead a campaign across the Shattered Empire and single-handedly reunite the states through his sheer power!
REVERB	...And what does this have to do with the break in we asked you about before the spell started broadcasting?

GUTTER GOSSIP



The Iron Fist

Capital: The Crucible

Leader: The Emperor

Known For: Iron, augmentation, science, sports, and soulfueled

The Iron Fist is the most important nation in the Empire, and perhaps even the world. It is the seat of power, and despite its comparatively minuscule territory, its capture would certainly mean the end of the war. The Iron Fist consists solely of the Crucible and its surrounding lands. If any of the warring states were to claim the Crucible, they would essentially deny any new Knights from the other states augmenting themselves. However, the Crucible is the toughest nut to crack in the world; its huge iron walls and constant storm provide passive defenses, while the highly trained and upgraded soulfueled guard force constantly patrol the walls.

THINGS TO KNOW

- Thunder can be heard for miles when approaching the Crucible, and dirt becomes laced with iron, rusted at first but slowly becoming pristine. Eventually, the Teeth loom on the horizon, and everything—from trees to blades of grass—is made of dark, refined iron.

- Very few humanoids are allowed into the Iron Fist. Passes can be obtained to spend limited amounts of time within the Crucible, but extended stays are unheard of, with a few exceptions. On the other hand, soulfueled and constructs are welcome within the city without a pass, and may stay as long as they want or need to.
- All permanent residents of the Crucible are soulfueled, and you may wish to consider using them as comic relief if your campaign is at a heavy point. On the other hand, they can be used to paint a bleak, dull picture of the city.

AREAS

The Iron Fist is a dark and miserable place. The cold rain necessitates rain cloaks and warm clothing. Earplugs are a mandatory piece of kit within the Crucible, especially when trying to sleep, as the constant booming thunder makes travelers jump.

STREETS OF THE CRUCIBLE

The Crucible was once a precursor city before being turned to iron, but over two dozen centuries the people and houses made of iron have mostly been cleared out and replaced with housing that is comfortable to live in. However, the cobblestone roads, the walls and part of the keep are still made of iron, and some iron objects, vermin and birds remain. The thunderstorm is an ever-present issue, as the booming thunder echoes back off the walls and amplifies it.

SIX CELL | The battle was over, not that I knew the enemy. We had won, but the injured were simply marked as collateral, and my systems had sustained significant damage, including my processors. I looked for other soulfueled to dismantle for parts, but after that I had no orders, no directive. I waited. The battlefield is quiet after a fight, and those of flesh are quick to move on. As the leaves turned to brown and back again, I found myself discontent with my loneliness. The first step was the most difficult, as the build-up of leaves and dirt was displaced, but the second was easier. As I continued, the trees grew from spindly-trunks to towers that left all ground-dwellers, left me, in darkness. It was no matter, my footsteps never ceased past the skeletons and weapons of the unfortunate, nor past the rusted frames of my comrades, but they halted at the screams. A beast, large and scaly, chewed upon the innards of a dwarven warrior, and they were the last of their group. My gears whirled, mana pumped through my innermost tubes, I needed to flee. I was going to die. The metal that comprised my limbs, the principles of programming that built my mind. These things might live on past my body, but I, in my current state, would not. The beast looked up, it was charging towards me, and I could not move. As it tore me apart, a static voice asked, "Do you wish to live?"

"I wish to continue current function."

GUTTER GOSSIP

COLLEGES OF EVOLUTION

The three Colleges of Evolution—the Foundry, the Library and the Laboratory—sit equidistant from each other surrounding the Emperor's keep. Their courtyards bustle with not only fresh Knights, but older Knights wishing to perfect their craft, and with students and researchers from all over the world who are allowed into the Crucible to advance Imperial science. The Colleges do teach more than just augmentation, but if there's a body modification technique to be learned, it can be found at one of them.

THE TEETH

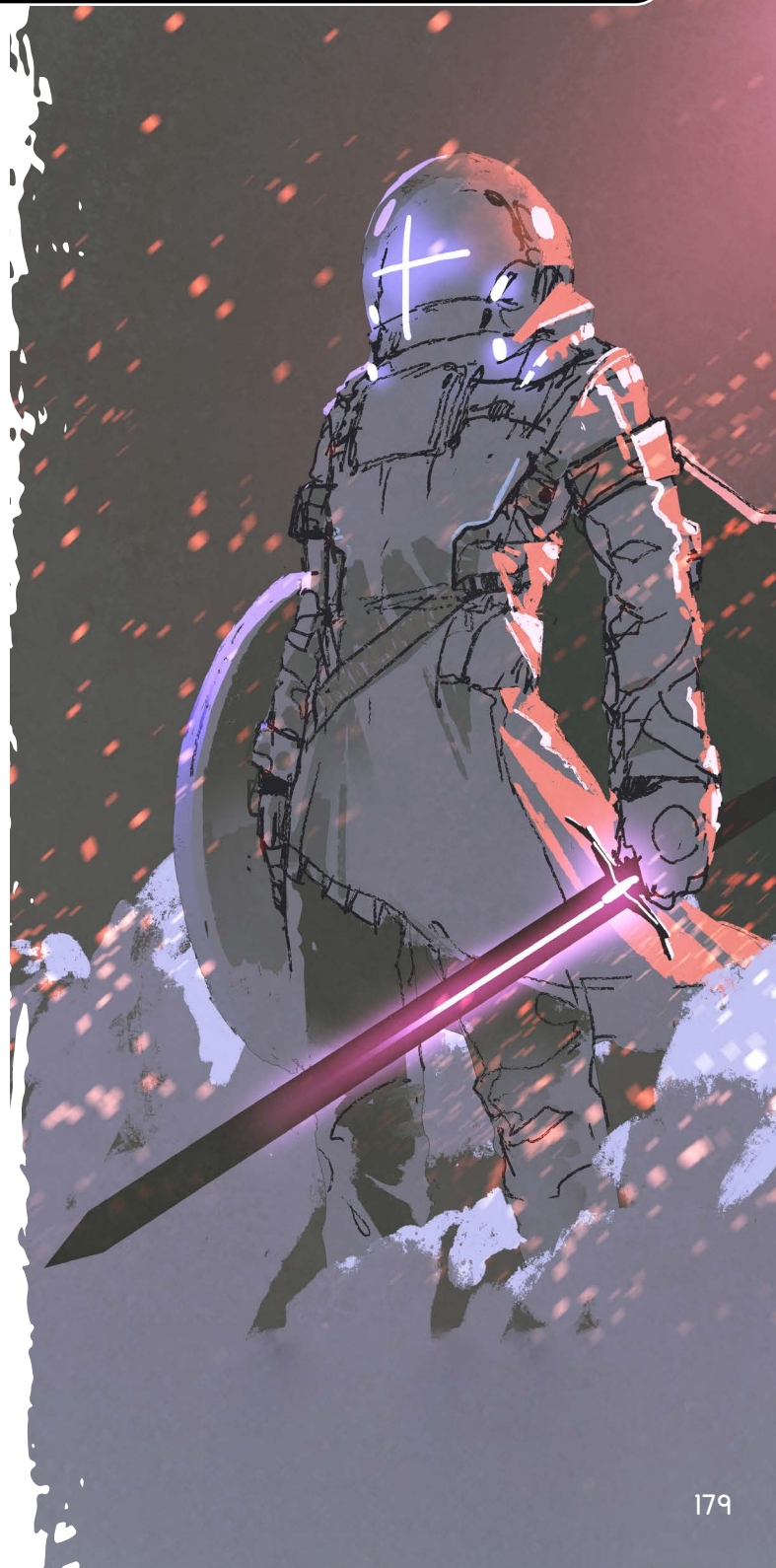
Surrounding the citadel's walls is a series of radiating outcroppings, fully refined iron close to the city and becoming iron ore the further from the walls they are. The outcroppings are around 20-35 feet tall, lean towards the city, and taper towards the top. These properties have given the outcropping the nickname of "The Teeth", as they look like the teeth of an absolutely humongous killer worm. They are the highest points around the city besides the keep, and act as natural lightning rods. The tall iron ones close to the city can be incredibly dangerous to touch; if lightning were to strike at the wrong time, you could be fried instantly.

IRON FIST MISSIONS

Missions in the Iron Fist will often be a climactic end to a campaign in the Empire, or perhaps an interlude involving the huge sporting stadiums or the Colleges of Evolution. Whatever the case, missions designed around the Iron Fist should have a feeling of foreboding and gravitas.

Fall of the Emperor. If your campaign is centered around fighting for one of the states, or reunifying the Empire by any means, there is no better capstone of an enemy than the Emperor. When designing the Emperor as an enemy, you have a lot of creative freedom due to his ever changing form. For more, see the sidebar in the start of Empire's description.

The Tournament. The party has been invited to battle in some of the gladiatorial games hosted by the Emperor himself! They must battle their way through powerful opponents such as demons, knights, and perhaps even some familiar faces.





The Ardent Shield

Capital: Port Farron

Leader: King Laureign

Known For: Trade, seafaring, exploration, diversity

The Ardent Shield is a proud nation of traders and sailors, with a fierce rivalry with the Crimson Blade. Their trade with Prismatic Falls and the Scorching Frontier gives them an advantage in both good and in the diversity of races they see pass through their ports.

THINGS TO KNOW

- King Laureign maintains power over his state through their reliance on the coast and the rivers, which his city of Port Farron commands.
- The Ardent Shield devotes a significant amount of resources to its piracy problem, and its thriving criminal underworld.
- The culture that the Ardent Shield has fostered is a haughty or even a pretentious one. From knights to sailors, its people are annoyingly arrogant.

AREAS

The Ardent Shield sits on the eastern coast of Aysta, while the rest of the state sits on lush farmland full of meadows. The state itself is picturesque, but it is far from perfect; it has a sinister criminal underworld unrivaled by any other state.

PORT FARRON

Port Farron is a bustling city with walls and buildings of beautiful white stone. However, the further from the main palace you get, the less effort spent to maintain that beauty. The docks are the worst of the city, with grimy alleyways, main streets clogged with beggars and *magic mouths* used for advertising, and the variety of shady characters that comes with a port too busy to monitor every transaction.

SWASHBUCKLER'S SANCTUARY

Off the coast of the Ardent Shield is an island perfect for the small city that has arisen over the years that Port Farron has been successful, even before the Shattering. The city is a haven for all kinds of scum, but one word encompasses all of them: pirates. Swashbuckler's Sanctuary provides a perfect place to anchor until merchant ships fat with loot leave port from the eastern coast, while being difficult enough to sail to that bringing a large force to root the base out would be impractical. The huge settlement is practically impenetrable, and lets the profitable trade of piracy fester right below the Ardent Shield's nose.

ARDENT SHIELD MISSIONS

The Ardent Shield is monetarily motivated. The missions players would receive from here will often involve the movement of goods or the protection of profit.

Merchant Escort. A merchant wishes to take his goods overland to either another Ardent Shield city or to another state capital, independent of trade restrictions. The merchant offers to pay handsomely for the party to escort their caravan to where it needs to go, and in some cases do so subtly.

Pirates! A ship has been attacked by magitech augmented pirates! Sink their ship or stop their boarding to save the merchant vessel.

The Crimson Blade

Capital: Fort Khar'udun

Leader: The battleborn general Durkhan, who wasn't quite right after the tunnel campaigns, wherein he was resurrected to fight, lead and die over and over again.

Known For: Cutthroat politics, military planning.

The Crimson Blade is considered by many to be evil, and it's easy to see why; they started the war, their leader is a sadistic, unhinged relic of a past army, and the highest echelons of society reached their stations through manipulation and sometimes cruelty. However, this naive perception only rings true for the highest members of their society, and many of the serfs, soldiers and even Knights face this unjust perception outside of the Empire.

THINGS TO KNOW

- The Crimson Blade sits on what was once orcish roaming grounds, before the Empire conquered this land and pushed the orcs into the desert. The Blade still has interactions with the orcish tribes, although not all of them are negative.
- The population of the Crimson Blade was primarily human once, but it now tends towards half-orcs after a program devised by Durkhan before the war. For more, see page 37.
- Characters from the Crimson Blade will often be a mixture of ambitious and ruthless, as these are the qualities required to carve out a place in King Durkhan's court. For PCs, this provides an opportunity for characters to rebel against the state's status quo. This can give a clear motivation for a character to leave the Empire. The Crimson Blade can also be used for the more obvious purpose of giving villainous characters from the Empire a home, or at least an origin point.

INCITERS

The Crimson Blade was the most prepared of the states before the war, giving them a head start in the battle to claim territory. They had hoped to collapse the nation into tiny pockets, then bully each one into joining their state, gaining momentum as their territory grew. They didn't account for the quick deployment of one of the Empire's long forgotten defenses; the Violet Flame. The vast majority of their army was tied up fighting the warrior monks, so much that their intimidation tactics were ineffective against the baronies that were already making large alliances. They have the most valuable territory through their planning and politics, although nowhere near as much as they wanted.

AREAS

The Crimson Blade's hilly terrain makes many areas difficult to inhabit or farm, creating large uncivilized wastes between destinations. While the vast wilderness may appear empty, there's plenty of adventure to be found. The hills do provide a boon for the Blade; their fortresses are difficult to attack, and they've had three decades to build them up.

KHAR'UDUN

Khar'udun was once a dwarven fortress, one of the few on the surface. Raided repeatedly by the orcs of the desert, the fortress was abandoned sometime around AE 500, and soon after was inhabited by the Empire. The fortress was given to Lord Durkhan after he won them the campaigns in the dwarven tunnels; an ironic twist of fate, since Durkhan was haunted by the memories of his countless deaths in the subterranean conquest. Like every other city in the Crimson Blade it is made of dark stone, but the stoic dwarven architecture is a welcome reprieve from the gothic castles the humans and half-orcs love to build.

VAST WILDERNESS

The south-western barons carved themselves a vast sect of land, but much of it is quite barren. The rolling hills can be difficult to navigate, and the shadows of the mountains make the sun set early. The Crimson Blade is quite dull and gloomy, an atmosphere added to by the dark stone of the local area being used for its castles, fortresses and cities.

SPRAWLING FORTRESSES

The many fortresses and towns on the borders between states have changed allegiances countless times, but the inner cities of the Crimson Blade have never changed hands. Magical building techniques coupled with the Blade's culture of shows of strength have encouraged these inner castles to reach staggering sizes and incredible complexity. These make great dungeons or home bases for adventuring parties.

CRIMSON BLADE MISSIONS

Missions in the Crimson Blade will tend to center around villainous characters, such as barons or corrupt nobles, however monster hunts are not uncommon in the wilderness between isolated settlements.

Monster Hunt. Something strange has been happening in this small village. Perhaps people are being beheaded, iron objects are rusting, or gold trinkets are going missing. Whatever the case, the players must investigate the source of the trouble. It could be a monster, although they may want to look into who this may benefit...

Traitor! A baron of the Crimson Blade has defected to one of the other states. Another baron, a noble or perhaps King Durkhan himself has hired the party to take care of the issue—the Blade has no tolerance for traitors.

Dark Deals. In a grasp for power, a baron or noble has begun communing with devils on the Frontier. The characters must try to stop them before they turn their castle into a foothold for the infernals' invasion of the Empire.



The Ebon Stone

Capital: Kurug'dhal

Leader: Duranal

Known For: Stone, transport, metalwork, masonry

The dwellers of the underground were caught completely unprepared for civil war, and were reliant on the villages above them for food. Upon learning of the shattering of the Empire, the dwellers of the underground quickly realized that if they did not band together their sprawling subterranean lands would be claimed by the states above them, vivisectioning their home into the same situation as the rest of the nation. A dwarven king was reluctantly appointed, and the people of the underground rallied behind the idea that they would defend their home, forming the Ebon Stone.

THINGS TO KNOW

- The Ebon Stone try to stay out of the war as much as they can, hoping to separate from the Empire entirely after the war.
- Their main role in the war is as a mostly neutral party, allowing the other states to trade for passage through their tunnels. Of course, this often leads to animosity from the nations they help defeat, making true neutrality impossible for the Ebon Stone. They fight, but far less than the rest of the Empire.
- There are some factions within the Ebon Stone that believe that they should be aggressively fighting, claiming ground on the surface, and conquering the Empire for their own.

AREAS

The vast underground lands of the Ebon Stone span almost the entire Empire, making for a sprawling, confusing, but ultimately useful network of tunnels and cities carved from Aysta itself.

KHURUG'DHAL

Khurug'dhal is carved from stone, and the only materials placed are objects such as streetlamps. It is a feat of dwarven ingenuity, further proven by its defensibility. It sits below the empty lands to the east of the Crucible near the Ardent Shield and the Azure Spark, although there is no way to reach it from directly above, only reachable through the other networks of tunnels. The Empire itself had to slog through the tunnels to reach the capital, and the states are reluctant to attempt the same.

ENTRANCES

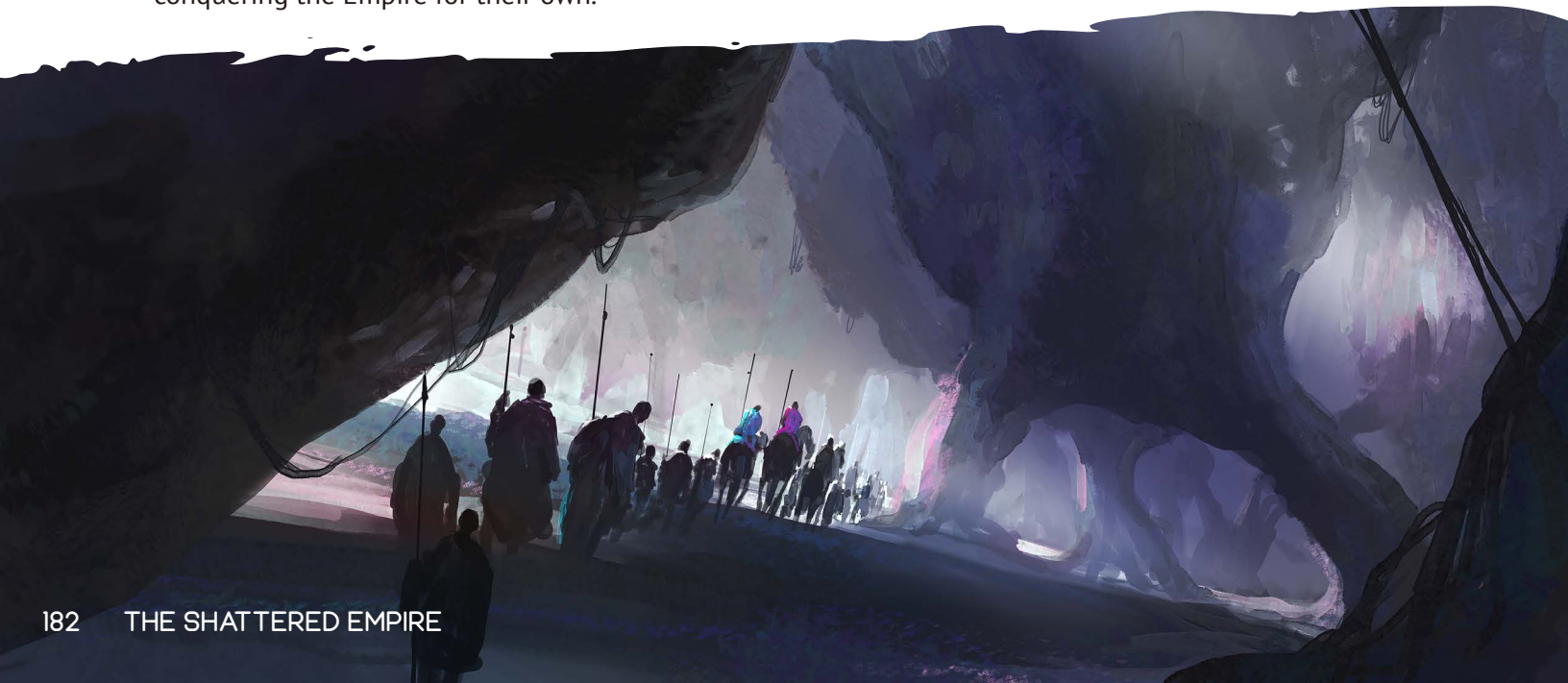
In each state of the Empire, there is an entrance to the Ebon Stone's network of tunnels. The Stone barter for passage through these tunnels, letting a state willing to pay get the drop on their opponent. Of course, states fortify the main entrances to the Ebon Stone, but for the right sum, the secret entrances to and from the Stone may open...

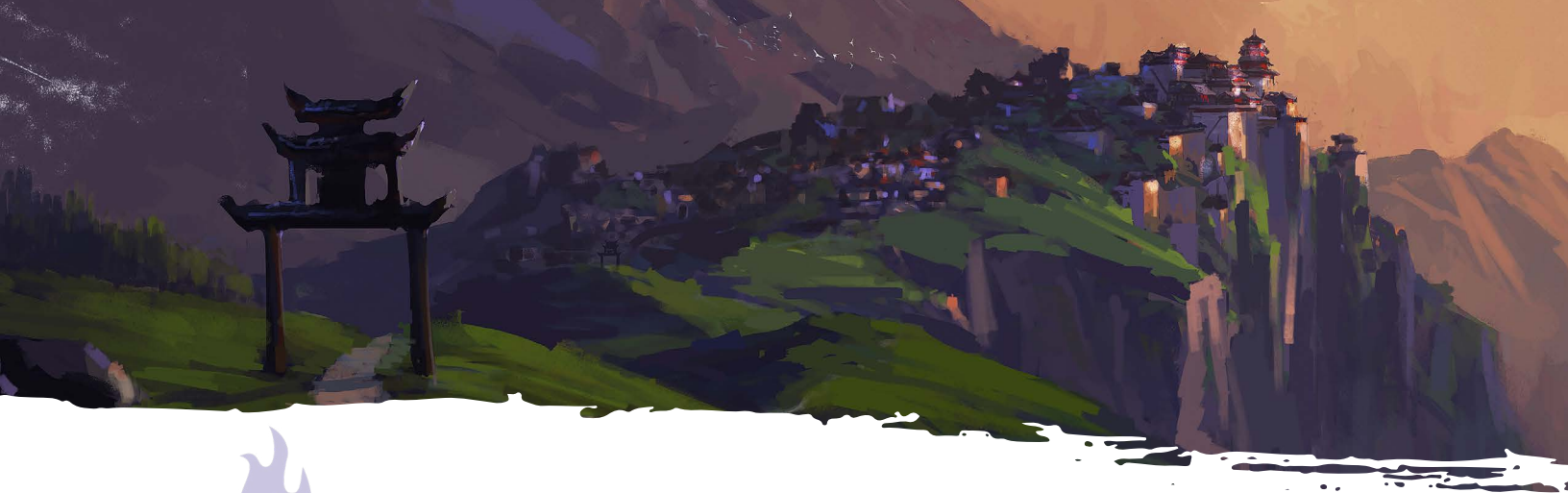
EBON STONE MISSIONS

Missions deep below the Aystan crust usually take place in transport tunnels or the dark corners of the mines.

Shadow Strike. One of the states has paid good money to get the drop on another, and have spent extra to recruit mercenaries while they're at it. Join the battle for the hiring state and get paid for each insignia you take.

Monsters in the Depths. A swarm of **Rust Monsters** has emerged from the tunnels and is ruining every tool in the town. They have offered a handsome sum to rid them of this creature ruining people's livelihoods.





The Violet Flame

Capital: Eternal Flame

Leader: High Inquisitor Cicero

Known For: Peacekeeping, soul sacrifice, enforcement

The Violet Flame sits upon a series of islands that float high above the Empire, and have slowly drifted around it for around seven hundred years. The monks who inhabit the islands are trained to pilot special mechanical suits, powered by the willing sacrifice of their comrades. Their conditioning compels them to follow the Emperor's will in a time of strife, although they have never been utilized before. Centuries after their inception—and several generations past the first—there has finally been a need to deploy them to keep the peace.

THINGS TO KNOW

- The mechanical suits piloted by the monks of the Violet Flame contain the souls of past generations, who willingly allowed their souls to be used as fuel.
- To reach the ground, they simply leap from their island and let their suits absorb the shock, instantly dropping wherever they're needed. To get back, they wade into the eastern ocean, to a portal only possible to reach by the heavy suits they wear.
- The island usually drifts in a circular pattern around the Empire, passing over each area they once conquered. However, the monks do exert some control over their location, allowing them to drop wherever they're needed.

MECHANIZED WARFARE

The mech suits that monks of the Violet Flame employ are incredibly powerful, allowing a monk who has spent more time learning than exercising to exert incredible physical strength while fighting a trained and augmented Knight. However, this power

does not come cheaply, and essentially requires a brainless soulfueled to be made, with space for a person and controls within its chassis.

SACRIFICE FOR THE FUTURE

Monks of the Violet Flame are taught and conditioned from birth that they are the Emperor's chosen warriors, but that there is a window of their life that they are useful to him for. Each monk knows that when they are too old to pilot a mech suit, and too rusty to teach students, they have surpassed this window, and must be useful in the best way they can; by fueling a new mech suit. With a willing, peaceful sacrifice, the souls of these monks suffer little and power a suit for almost double the time that a captive soul would. Sometimes, the most talented monks in tune with the suit they use will swear they can hear the steel itself whisper advice from a long forgotten master.

AREAS

The Violet Flame is a series of floating islands, held together by wooden bridges far above the clouds. The islands themselves hold housing, training facilities and hangars for the use of its thousand-odd inhabitants. In the center of these islands is a huge pool from which the returning mech pilots emerge.

VIOLET FLAME MISSIONS

Missions in the Violet Flame should reflect the tranquil nature of their surreal environment, with tasks being small-scale or perhaps even trivial... that is, until the warrior monks are called to their sacred duty.

Air Raid. The monks may offer a party with a way to survive the multiple mile fall the opportunity to join them on their mission to stop a battle between two states by dropping into the middle of it. The party will be surrounded, but at least they'll have the help of powerful, mech-suited monks. Use the **Augmented** or **Street Warrior** stat block, both of which are found on page 223, for these monks.

Rogue Mech. A sacrifice did not go well, and the soul being siphoned somehow became enraged. What was supposed to be a mech is now an angry soulfueled that the party must aid the monks in subduing.



The Verdant Arrow

Capital: Falah'il

Leader: The stubborn elven king, Lelayhan

Known For: Druidry, beer, chocolate, rangers

The Verdant Arrow are the state of elves that believe that their druidic magic is more powerful than augmentation, which they allow but frown upon. They were once a powerful nation combined with the Azure Spark, but a clash of progress and tradition split the state into the two that exist today.

THINGS TO KNOW

- The Verdant Arrow's population is mostly elves, however half-elves and forest gnomes are also quite common. The state also happens to contain the homelands of the halflings, who will sometimes leave their villages to live among their compatriots.
- The Verdant Arrow is home to some of the most powerful druids and rangers in Aysta, so players considering these classes may wish to hail from the Arrow.
- Proximity to the Overgrowth can make strange things happen in the northern reaches of the state, varying from crops growing weeks early to predators reaching twenty feet tall.

HISTORY

During the first six years of the war, the Verdant Arrow and the Azure Spark did not exist. As soon as the Crimson Blade seceded from the Iron Fist the elves knew they had to band together to reclaim their homes, forming a single nation known as the United Elven Front. The state held together until tensions began to rise between two factions; those that supported the king Lelayhan, and those that supported his sister Aliya. Aliya believed that the elves needed to adapt to their situation, embracing the progress of the Iron Fist and augmentation, while Lelayhan knew it was a risk to stretch their

resources so far that they'd have to deforest to keep up. Eventually Aliya gained enough support to split off and make her own state, calling it the Azure Spark, while Lelayhan claimed the northern forests to be the Verdant Arrow.

AREAS

The Verdant Arrow is right next to the Overgrowth, and the entire state itself is situated in dense forest. Most locations within the Verdant Arrow are either in clearings or in the trees themselves. The flora and fauna are vibrant, but in places the light barely pierces the trees.

FALAH'IL

The northern elven capital sprawls from the ground to the canopies of a series of clustered clearings. In some places, it almost mirrors a more natural, smaller scale Prismatic Falls, where the poorest of its citizens live amongst the undergrowth with its insects and vermin, while the richer elves live in the direct sunlight atop the trees. The Verdant Arrow may be the most vibrant of the states, but its hierarchy is still as feudal as the rest.

HALFLING VILLAGES

In the east of the Verdant Arrow, where the forest begins to thin, a small cluster of villages is home to the taverns, breweries and farms that the halflings run. The peaceful nature of the halflings' home makes it a great place to rest and pick up a new mission.

VERDANT ARROW MISSIONS

Missions in the Verdant Arrow often involve challenges to the balance of nature, whether that means defending from interference from the other states or fending off the Overgrowth's influence. Here are some examples:

Hold the Treeline. The scryers of Falah'il have detected agents of the Crimson Blade, the Azure Spark or the Violet Flame wreaking havoc on the forest. Find them and stop them before they destroy important sources of natural power.

Predator on the Loose. A gigantic creature has emerged from the Overgrowth, perhaps a tyrannosaurus rex or a giant tarantula. Whatever it may be, it is destroying natural ecosystems, not to mention terrorizing towns. Coin has been offered for its removal, either by an affected town or by Lelayhan himself.



The Azure Spark

Capital: Il'Alori

Leader: Queen Aliya, the king's sister who saw a path for her people not through tradition, but progress.

Known For: Magitech, lumber

The Azure Spark are the elves who believe that the old ways are best left in the past, and that technology has eclipsed the need for traditional elven magics. After separating from the Verdant Arrow, the Spark immediately set to work gathering the resources they needed to progress.

THINGS TO KNOW

- The lands of the Azure Spark originally belonged to the elves, but the expulsion from the Crucible saw the state inundated with refugees. They now have a large population of humans and half-elves, with a smattering of other races.
- The Azure Spark do not see themselves above change, but instead revel in it. Knights of the Azure Spark will tend to have intricate metal or arcane enhancements to their body. Grotesque mutations are uncommon here, but they aren't unheard of either.

SCHOOLS OF PROGRESS

The obsession with progress has led the Azure Spark to attempt to mimic the Colleges of Evolution, to varying success. The Schools of Progress lack the expertise of the professors that staff their counterparts—professors with incredibly lucrative deals from the Emperor himself preventing the Spark from poaching them. They also lack the endless stockpiles of resources that the Iron Fist command, making their research significantly more costly. Despite these limitations, the Schools of Progress still perform some dark experiments in an attempt to catch up...

AREAS

In the Azure Spark, science and progress meets the grace and connection to nature of the elves. It was once as dense a forest as the Verdant Arrow, but the resources required to build a larger kingdom from the outskirts of an old one have significantly thinned their woods.

IL'ALORI

Il'Alori was once a minor city in a clearing before queen Aliya made it her capital, choosing it for the access to the sea, its position on a hill, and its abundant resources. With the city's trees replaced with high stone walls, it began to resemble a human city more than an elven one. Gone were the intricate wooden buildings in trees, instead opting for stone, brick and steel towers. Some buildings even float, a practice usually reserved for castles rather than frivolously used in cities. For the elves around when it was first reconstructed, this building style was a culture shock, but now its inhabitants couldn't imagine living without the amenities of a modern city.

BORDER CITIES

Every state in the Shattered Empire has border cities that change possession so fast that sometimes a week will see three different owners of a fortress, with a different one of those three owning it each day. Some border cities are a little different. The Azure Spark seems to have been selected as the state raided by the soulfueled to replenish their Soul Batteries, and so the cities bordering the Iron Fist are as if not more built-up and fortified than Il'Alori. Constant soulfueled raids have tested the defenses of these cities, and while the attackers sometimes succeed, the beautiful and practical design of the walls paired with a ferocious defense often repel the attackers.

AZURE SPARK MISSIONS

The Azure Spark is full of varied locations, from dense woodlands to modern cities. Missions vary from skirmishes with the other states to experiments gone wrong.

Stolen Secrets. Another state has stolen important secrets from one of the Schools of Progress, and the Spark must have them back. Track down the culprit and retrieve the documents or experiment that was stolen before they can spread the word.

Iron Fist Menace. The cities bordering the Iron Fist have been alerted to an impending raid from the soulfueled of the Iron Fist. Race to the city that called for help and secure the walls from waves of soulfueled warriors seeking to recharge their Soul Batteries.

THE SCORCHING FRONTIER



For centuries, the southern desert was considered uninhabitable by the people of Prismatic Falls; the desert conditions were harsh, the Chasm spilled demons across the wastes, and the nomadic tieflings had claimed the sands as their own. When advancements in technology required demons' souls as fuel, the bravest adventurers saw their chance to make a fortune hunting or ranching demons. After a conflict that forced the tieflings to resettle further west, Prismatic Falls founded their Scorching Frontier, where they could collect and send demons back to the city by train. However, not every adventurer came to make a living from the demon trade—bandits followed the fortune seekers, and bounty hunters followed the bandits. Now the denizens of the desert survive by hunting demons, robbing trains, or having the fastest draw on the Frontier.

DEMON HUNTING

Hunting demons is central to life on the Frontier, and beliefs have quickly developed surrounding the practice. The demon hunters believe that deep within the Chasm in the desert is a portal to the demons' realm, with a godlike figure known among the Hunters as the Demon King sending demons off into the desert. Communicating with the Demon King is the best way to lure the fiends away from

their portal home, and into open desert. Rituals have been developed for reaching him, and any demon hunter worth his salt knows most of them. Some require more than one hunter, and often involve intricate movements and chants learned from the native tieflings.

Demons come in a wide variety of shapes and sizes, each with differing intelligence and powers, so their hunters must be equally widely equipped. Some demon hunters are specialists, with specific equipment designed to take down certain categories or species of demon both dead or alive, while most run-of-the-mill fortune hunters will be equipped with a wide variety of weapons and tools for anything they might encounter out in the wastes. Unlike other residents of the Frontier, demon hunters will tend to wield melee weapons such as arcane swords or runetech axes for when their prey gets too close for firearms, so these weapons mark outsiders as demon hunters.

THE SACRED DUEL

The duel is a sacred event in the Frontier; a test of skill, reflexes, and strength. Challenges are issued for any number of reasons; to settle an argument, to hone your aim, or even just for fun. With each town usually having a few clerics on hand, these

duels almost never end up with any casualties. But for some, these duels are training for the real fights in the wasteland, where outlaws fight over stolen goods, paid contracts, and for revenge. In these fights, there is no healing magic to patch them up. They are fights to the death.

RULES FOR DUELING

If two characters participate in a duel on the Frontier, here are some recommended rules to use:

- Re-roll initiative at the start of each round. If a creature is afflicted by a detrimental condition, such as being prone or frightened, they have disadvantage on initiative rolls during the duel.
- Casting spells is not allowed (other than spells such *hunter's mark* or *haste*, which only aid martial capabilities). Some duels allow all spells, but it is most often when both participants can use them.

Cheating in duels is considered dishonorable, but in a harsh land where honor is the last thing on anyone's mind, a more real deterrent is necessary. Those who are caught cheating by their fellows are marked—the Betrayed is coming. When a known cheater is alone at any time, the temperature drops, the wind picks up, and a fog-like cloud of dust arises. The Betrayed is a phantom gunslinger, and the gunshot wound on his back is a clear indicator of how he died. The fear of this ghostly figure is so powerful, he even appears to those who cheat in duels outside of the Frontier. This specter can be defeated temporarily, but he cannot be killed—the only way to stop his endless pursuit is to beat him in a fair duel... or to die.

USING THE BETRAYED

As a GM, if you want to use the Betrayed in an encounter, use the **Hired Gun** stat block found on page 223, choosing the Gunslinger subtype for it. Also, grant it the Incorporeal Movement and Ethereal Sight traits, as well as the Horrifying Visage action, from the **Ghost** stat block.

TIEFLINGS IN THE FRONTIER

Long before the settlers of Prismatic Falls started colonizing the desert, nomadic tiefling tribes claimed the lands as their own. These tieflings were outcasts or their descendants, exiled to the desert for their infernal heritage. These wanderers of the desert were offered a deal from the devils of the Chasm; They were to protect the demons who wandered away from the Chasm in return for

protection in the wastelands. The tieflings accepted, making more permanent homes around the Chasm under the watchful eye of the devils. For centuries their deal proved fruitful, the animal-like demons shepherded by the tieflings in return for food, water and protection from the more intelligent fiends. That changed in AE 1901.

There would come a time where the deal broke down, where neither side could uphold their end of the bargain. A time when the technologically and magically advanced people of Prismatic Falls would invade the desert in search of demons' souls. The Falls originally wanted to claim the Chasm, but after driving the tieflings out they met the fierce resistance of the fiends, forcing settlements to be made further away from the Chasm. With Prismatic Falls claiming such a vast portion of the desert as their home, the tieflings found themselves with little choice but to settle the sheltered lands to the west.

Today, the tieflings of the Frontier are bitter about their sacred charge being prevented, and the devils want their servants back. The tieflings may be allowed into Prismatic Falls and their lands, but they are treated with suspicion and prejudice wherever they turn. For more information about the tieflings, see page 41.

ECHOES OF THE FALLS

Most of the inhabitants of the Scorching Frontier are people moving from the Falls in search of adventure or prosperity. These settlers have brought with them the systems and issues of the city, including their cults and gangs. While the cultists may not wear suits and ties in the desert, the fights between their followers still break out just as often.

FRONTIER CHARACTERS

When creating a Scorching Frontier character or NPC, consider the following qualities:

Opportunistic. The people who move to the Frontier are those who saw a chance to carve out their fortune in the southern wastes, so Frontier characters tend to have a keen eye for opportunities.

Tough. Living in the poorly developed desert is not for the faint of heart. From outlaws to shopkeepers, anyone who braves the Frontier is hardened by the conditions.

Wary. The Frontier is home to all sorts of devious types looking to take advantage of the fortune seekers. Everyone on the Frontier has a story or knows someone with a story of being robbed or scammed, and this gives them a healthy dose of suspicion when meeting new people.

RITUAL VALLEY

Capital: Ritevale

Leader: Various governors are elected from Prismatic Falls for general policy, but the lawmen of each town tend to have more control over their local area.

Known For: Demon ranching, Creed rituals, duels

Ritual Valley is the main home of Prismatic Falls' activities on the Frontier, where the connections to the cults are strongest and the weaker demons are bred on ranches. Demon hunters get their jobs and meet up with others in saloons, while the outlaws prey on the roads between towns and the train lines.

THINGS TO KNOW

- Ritual Valley is where the widest variety of people, and greatest number, live. Cult officials checking on their investments, tieflings, and demon hunters all gather in the saloons of these towns.
- Sheriffs of the Frontier are often associated with administrators in the Falls, appointed to keep the peace. However, their deputies are selected by the sheriffs and usually have no relation to Prismatic Falls at all, making them more likely to be reasonable with anti-Falls issues.

AREAS

Despite its towns' makeshift housing and rapidly constructed infrastructure, Ritual Valley is a beacon of civilization on the Frontier. Long, dusty roads lead between the towns, where outlaws prowl the plains for travelers.

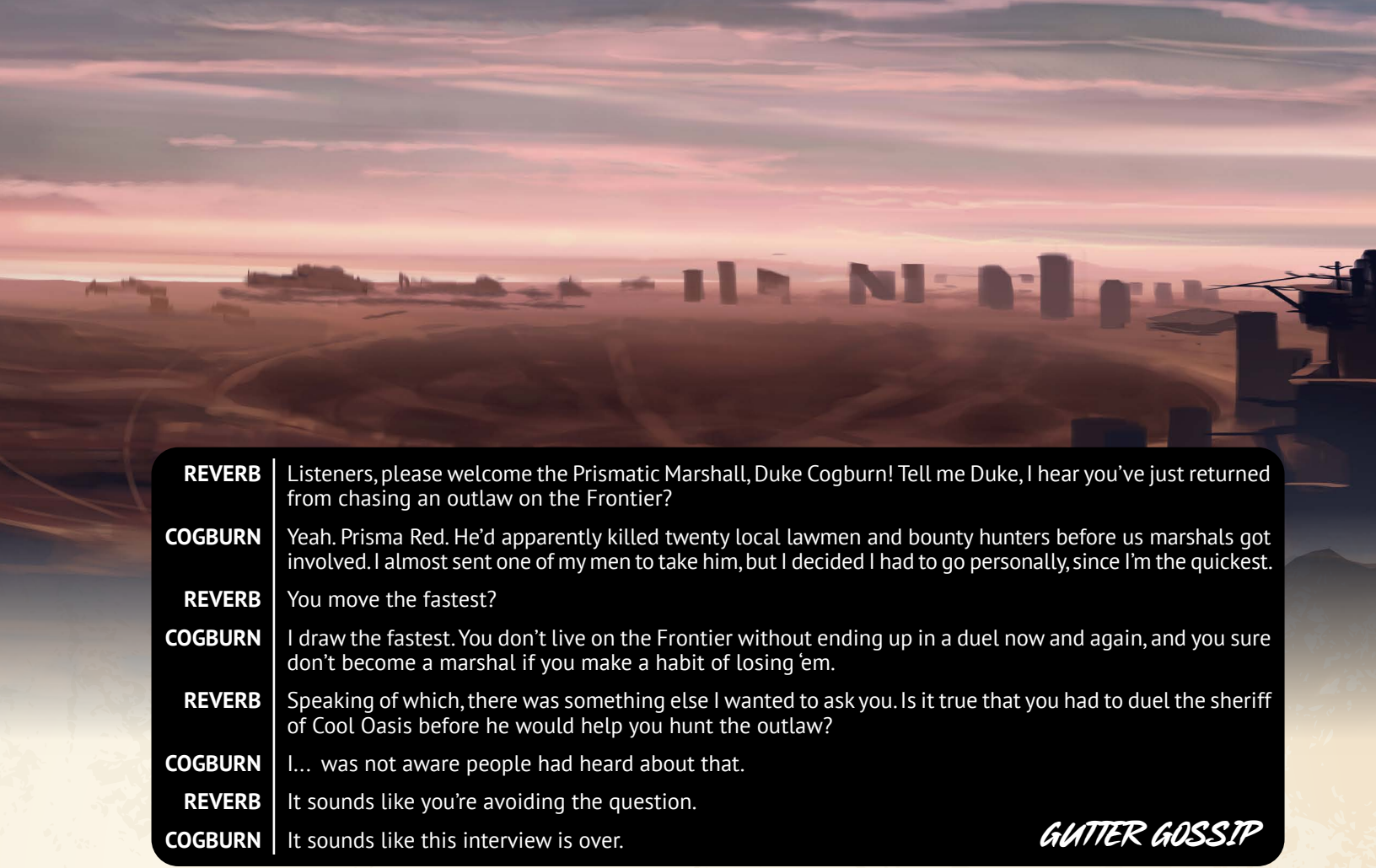
RITEVALE

Ritevale is the de facto capital of the Frontier, although Prismatic Falls has more control of Ritual Valley than Ritevale does. It's a popular place for bounty hunters to find bounties, and where many of the local demon sightings are published. Ritevale's dusty main street with its clock tower is one of the most famous dueling spots in the world, where several infamous outlaws have met their match.

THE HOBBLE

The shade of the massive train line from Prismatic Falls protects the collection of shanty towns known as the Hobble, which sprung up to house the poor. The large group of unregulated, ramshackle houses provide a great place for thieves to lay low. Many of these houses are constructed from pieces of the railroads themselves, from places where bandits have blown up the tracks.





REVERB Listeners, please welcome the Prismatic Marshall, Duke Cogburn! Tell me Duke, I hear you've just returned from chasing an outlaw on the Frontier?

COGBURN Yeah. Prisma Red. He'd apparently killed twenty local lawmen and bounty hunters before us marshals got involved. I almost sent one of my men to take him, but I decided I had to go personally, since I'm the quickest.

REVERB You move the fastest?

COGBURN I draw the fastest. You don't live on the Frontier without ending up in a duel now and again, and you sure don't become a marshal if you make a habit of losing 'em.

REVERB Speaking of which, there was something else I wanted to ask you. Is it true that you had to duel the sheriff of Cool Oasis before he would help you hunt the outlaw?

COGBURN I... was not aware people had heard about that.

REVERB It sounds like you're avoiding the question.

COGBURN It sounds like this interview is over.

GUTTER GOSSIP

THE PITS

The Pits are a place where Creed churches and ritual sites have naturally congregated. The large wooden churches are rarely visited by actual demon hunters, although family members wishing a relative fortune will attend the passionate sermons of the Creed clerics. The place's namesake—the actual pits dug into the sand—are used to draw out ritual circles for use in demon summoning, then to contain demons while they are subdued by demon hunters. The battle between a demon hunter and a summoned demon within these pits has almost become a sacred rite of its own, similar to duels between two humanoids.

SOLDIER'S CEMETERY

Ritual Valley was the site of brutal battles between tieflings and fiends. Huge cemeteries have been made to bury the dead from these battles, although none are as well-known as Soldier's Cemetery, which sits just outside of Ritevale. It is home to a wide variety of the undead, and occasionally the shambling zombies or the haunting specters drift into town. Despite the dangers of the undead, some foolish grave robbers attempt to find the valuables of the old soldiers, only to add to the undead problem themselves. These grave robbers are lured by the rumors of a stash of tiefling valuables stolen during the original occupation, a fortune known as General Vardenkhal's Cache.

RITUAL VALLEY MISSIONS

Missions in Ritual Valley are often related to the tension between the people of the Frontier and the restrictions of Prismatic Falls, but dueling in Ritual Valley can also have its complications. Here are some examples of missions:

The Enemy of My Enemy. Two factions within a town dislike the rule of Prismatic Falls, but wildly disagree on how to deal with it. One faction wants to rise up and fight the sheriff, who represents the Falls, whereas the other faction believes that resistance will only bring the wrath of the cults upon them, and that the best option is to help the sheriff put down the rebellious faction's uprising to gain the city's favor. The party must pick a side, or find a middle ground that both factions can find peace with.

The Betrayed. The ghostly gunslinger known as the Betrayed is on the hunt, but the party has found that contrary to the town's belief, his target never cheated in a duel. Perhaps the target of the Betrayed is a member of the party. Whatever the case, the party must dispel the specter by either changing the town's opinion on the apparent cheater, or by helping the target defeat the Betrayed in a fair duel.



HELL'S GATE

Known For: Train defense, rest stops, engineers

All trains to and from the Frontier pass through Hell's Gate, a settlement high in the mountains that separate the Falls and the Frontier, and it is the greatest test for those who wish to bring demons to Prismatic Falls. The rickety town is in charge of the most vulnerable part of the tracks, and sees more than their fair share of organized banditry.

THINGS TO KNOW

- Most of the settlement's resources are spent on the train station within the mountain and guarding the tracks. The town itself is made of wood and scrap metal, and the wooden bridges and walkways are downright dangerous.
- Despite the environmental dangers, Hell's Gate is the safest place on the Frontier from demons, as the few that roam so far from the Chasm can rarely scale the mountain.
- Cabins in the mountains are popular stopover spots for long journeys, and they house a wide variety of characters when conditions further down the tracks are too dangerous for trains to push through.

TRAIN DEFENSE

Dealing with robberies on the tracks is one of the top priorities of the Federation's train owners. Some trains carrying important goods have entirely weaponized platforms attached, while others will have large detachments of soldiers or police from the Knight cult on board. Most of the maintenance for these defenses falls upon the people of Hell's Gate, to prepare the train for the treacherous journey across the desert. Some police even move to live in Hell's Gate to be chosen as guards for more trains, and to have all trains lead to home.

HELL'S GATE MISSIONS

Missions in Hell's Gate almost always involve the trains somehow. Here are a few examples:

The Distress Signal. A distress signal has been sent from somewhere near Hell's Gate, where the tracks have been bombed and a train has been robbed. The outlaw was looking for something specific, a package that the players are told to track down, but not to open under any circumstances.

Suspicious Characters. A large group of people are staying in the mountain town, supposedly on a stopover. The locals suspect they're preparing for a heist. The party must get to the bottom of their intentions, and prevent a train robbery, or maybe something more sinister...

INFERNAL EDGE

Known For: Tieflings, infernal worship, exotic food

Infernal Valley is the refuge of the tieflings, the area of land they were pushed to when Prismatic Falls took over their desert. Most tieflings try to get on with their lives and play the hand they're dealt, but some bitter tieflings form raiding parties to harass Prismatic Falls' demon hunting operations.

THINGS TO KNOW

- Most tieflings in Infernal Edge speak infernal more than common, so player characters may have an easier time communicating with the locals if they speak infernal.
- Infernal Edge is a safe space for tieflings, but Prismatic Falls don't allow them to harbor demons here. Warbands sometimes roam throughout the valley and eliminate any demons the tieflings attempt to shelter.

TIEFLINGS OF THE EDGE

The tieflings are simple, resourceful people. Unlike the Federation's land of the Frontier, the tieflings have no outside support, and instead make do with what they have on hand. Their houses are made

of sandstone and bricks of clay or mud, and their food is created from the animals they can hunt in the desert and from the strange-tasting arid plants for which the devils gave the tieflings seeds long ago. Tensions often flare between the inhabitants of the Infernal Edge and outsiders, especially towards people from the Frontier or Prismatic Falls, and even more towards foreign tieflings.

INFERNAL EDGE MISSIONS

Missions from Infernal Edge usually involve the tieflings' disdain for Prismatic Falls' treatment of demons. Here are some examples:

Sacred Duty. The tieflings were once charged with protecting demons, a duty they have not forgotten. Some tieflings have recently learned of a **Glabrezu** being hunted just outside of their borders. Help the tieflings stop the demon's capture, but be careful of getting caught in its crossfire.

Prison Break. A prominent tiefling elder's son was wounded and captured on a raid against a demon prison facility. The party must free the elder's son from jail however they can, although once free he may insist that the party help him accomplish his original mission.

SANDSTORM

The Federation is still ramping up demon hunting, and they're even doing it for sport now. Meanwhile, those of us who refuse to live in their cities are constantly harassed by hunters looking for tieflings who harbor demons. Damn them all and their gods!

REVERB

It's not much better here in Prismatic Falls. They look at our kind and see the creatures in their cars and trains. I wouldn't be surprised if they hunt us next.

GUTTER GOSSIP

DIVIDING HIGHLANDS

Known For: Dangerous passages, secret tunnels, devils, dragons, kobolds

The Dividing Highlands are a mountain range between Prismatic Falls' area of the Frontier and Infernal Edge. Notoriously difficult to get any vehicles besides horses through, it helps keep the tieflings' home safe from outsiders.

THINGS TO KNOW

- Seemingly impassable at first, the Dividing Highlands are full of various passes, cave systems and tunnels allowing access to either side. However, most ways through the mountains have been taken over by goblins, bandits, or a mixture of both.
- The mountains have seen many residents over the millennia they have stood, and savvy explorers may find ruins from old inhabitants full of untouched treasure and secrets.

DANGERS OF THE PASSES

The deep cave systems within the mountain once provided a home for dragons, but some of the powerful devils that roamed as far west as the Highlands either slew them or drove them out. This has led to an infestation of kobolds within

the Dividing Highland, and some powerful devils becoming rooted deep within the mountain. Adventurers passing through should be ready to face some kobolds, and those who brave the tunnels should prepare to find powerful devils, or perhaps the even more powerful dragons who managed to defend their mountain home.

HIGHLANDS MISSIONS

Missions in the Dividing Highlands involve discovery; instead of receiving a mission and looking to complete it, players should instead be rewarded for exploring the dangerous depths of the mountains. Here are some examples:

A Buried Library. The party finds an ancient, maze-like library buried within the mountain, full of traps and monsters. The greatest secrets of the library are guarded by an **Adult Dragon** of any type of the GM's choice.

An Imprisoned Wizard. At the end of a long-forgotten cave system that leads deep below the surface, the party stumbles across a gemstone with a gnome trapped by *imprisonment*. If the party frees him, he seems at first to be a comical character, but quickly proves himself to be an existential threat that was sealed away for a very serious reason.

DEMONEYE	The chaos on the Frontier has only ramped up; we've got tiefling raids, infernal attacks and banditry running rampant, while the Federation just pumps the place full of more guns for us to shoot each other with.
REVERB	Prismatic Falls might look like that when I'm through with it.
DEMONEYE	What do you mean?
REVERB	Let's just say that the lawless reaches of the Frontier might be onto something. After all, they're getting the cults' attention, aren't they?

GUTTER GOSSIP



THE CHASM

Known For: Fiends, hunting grounds, infernal civilization

The Chasm is a huge crevice in the open desert, with a portal that fiends use to come from their dimension to Aysta. It was also once a tiefling settlement, although the old mud brick houses now sit abandoned and forlorn around the mouth of the Chasm.

THINGS TO KNOW

- The portal is where demons and devils come to Aysta. The area for miles around is swarming with roaming demons, although the devils tend not to stray too far from their way home.
- No permanent settlements exist near the Chasm, although camps occasionally pop up for seasonal demon hunts.
- Within the portal itself is a terrifying place, although a surprisingly ordered one. The highest-ranking devils such as the pit fiends rarely leave their own dimension and instead choose to run their fiendish civilization, which mirrors the Empire in many ways.

MYSTERIES OF THE CHASM

The people of the Frontier have learned a lot about the contents of the portal, but little is known about the chasm itself, or the mindset of the fiends. Here are some of those mysteries.

Origin of the Chasm. How was the Chasm created? It is a huge scar on the landscape, and while it may look natural, most believe it was actually created by the force of the portal opening between dimensions, but some think it could have been the scar left on the land after some gargantuan fiend clawed its way out of the pit.

The Portal. Was the portal opened on purpose? The infernals may have wanted a way to this plane and performed powerful magic to open it, but it could also be a rift created by chance, or even opened by Thought Force (see page 121), either on Aysta's side or the infernals'.

Fiendish Intentions. What do the devils want? The defenses the infernals have and the pacts they enjoy making with humanoids would suggest they just want to defend their own dimension, although people suspect that some of the devils outside of the Chasm are scouting for some greater invasion plan.

Pacts. Why do the devils make pacts? Some pacts made by devils are bizarre, leaving one to wonder what they actually gain from it. Do they have a reason behind it, or is it for their own entertainment?

AREAS

The Chasm and its surrounding areas are swarming with fiends. Few will actually see within the chasm, but through its portal is an infernal kingdom run by the highest tiers of devils.

ABANDONED TIEFLING TOWN

Long ago when the tieflings were forced to leave their homes, they left their houses as they were, carrying only what they could in their arms with little time to prepare. Devils will often live within these homes, but a smart—or a strong—adventurer might be able to get some remaining valuables from the solemn buildings beside the crevice.

DEMON HUNTING CAMPS

These camps appear when a large group of demon hunters decide to spend long periods of time on the hunt, sticking together in tents a few miles from the Chasm itself. They aren't always welcoming to outsiders, but will usually feed and shelter those who are willing to pull their weight to earn their keep.

THE DEMONIC ARENA

Within the huge city on the other side of the portal is a massive arena run by devils. Gladiatorial games, jousting and other sports popular within the Empire are played here, the transition between sports made possible by the object teleportation runes beneath the sands. The devils that run the arena often recruit Aystans as gladiators as part of the pacts they make.

MISSIONS IN THE CHASM

Missions by the Chasm always involve demons, although the situations in which the party may face them vary greatly. Here is an example:

A Demon Hunt. A demon hunting camp has offered food, shelter and pay for help taking down a **Nalfeshnee**, although the difficulties don't stop there. While hunting the creature, a sandstorm begins to roll in, making a difficult fight harder.



The Overgrowth is an unnatural place. The trees rapidly sprout in a dense tangle of branches and vines that hide the sky from view, and once peaceful animals grow in both size and greed until they devour all that they find. Rifts in reality are dispersed throughout the land, corrupting and changing those who get too close. The mysterious figures of beastfolk observe from the canopies, waiting for incautious prey. Ruins of civilizations past peak out of the ground, pulsing gently in the presence of passersby, and those that die are destined to wake once again as a monster of the forest.

Brave adventurers from across the continent venture into the jungle in search of ancient wealth and buried treasures, but they must be wary. Many have tried to uncover the secrets of the Precursors and the mysterious effect that causes the Overgrowth's infamous quick growth. Yet, despite the multitude of searches, the immeasurable hours spent researching, and the countless discussions and debates about the forgotten civilization, historians of Aysta are left with more questions than answers. Who were the Precursors? Why does Overgrowth exist—and why does it continue to expand southward?

ORIGINS UNKNOWN

Nobody knows the cause of the Overgrowth, only that at a point circa 2400 years ago, something changed in the north to encourage unlimited proliferation and expansion. Here are some popular Aystan hypotheses for the cause of the Overgrowth.

ORIGIN OF THE OVERGROWTH – 04

1. **The Precursors** wished for unending food and succeeded; resulting in infinite growth. They eventually joined with the shrubs and trees as their wish radiated out from its epicenter.
2. **Souls in the Overgrowth** may not leave due to a God's decree. Instead the souls of dead creatures slowly build up mana levels until the dead come back, and all things are empowered by the souls surrounding them.
3. **The Ethereal Break** occurs in cycles, and during the last a civilization died out and the Overgrowth spawned from their leftover beliefs.
4. **Microscopic portals to a jungle dimension** have opened across the Overgrowth, and the exchange of energy is causing the northern lands to mimic what is found within the other dimension.

OVERGROWTH CREATURES

Various creatures roam the Overgrowth, brought forth by its magic. These include creatures such as treants, hags as well as animals such as wolves, deer, leeches and mosquitoes, but augmented with mana to be larger and more bloodthirsty than their regular counterparts, as well as plants that have gained strength and sentience by absorbing the power around them. Or, as found in more recent expeditions to the region, ancient species that have risen out of the ground, fully formed and furious, for example dinosaurs, giant boars or insects, and dragons of bone and vine. These mana-imbued animals receive not only benefits to their body and strength, but also increased intelligence. It is believed that this effect is what birthed the beastfolk race, whose ancestors received a balance of physical and mental improvements from their environment.

THE PRECURSORS

An ancient civilization of an unknown race, the Precursors have left their mark on Aysta in the form of ruined structures found across the Overgrowth. Most of these sites were ruined with the arrival of the Overgrowth, and what is exposed has been weathered by time.

Everything about the Precursors and their society is shrouded in mystery, and with every Precursor structure found, more questions are raised. Their written, runic language is carved into these structures, and there has been little luck in translating the bulk of these runes into the common tongue. What has been translated is used to further the effects of the arcane technology for which the Federation is famous, and occasionally an Eternal arrives who understands the ancient language. There is clearly something inherently magical about the script, but all of its secrets are yet to be uncovered.

WHO WERE THE PRECURSORS – DY

1. **Ancient Elves** who progressed their technology along with their connection to nature.
2. **A utopian society** of all races that fell apart due to infighting.
3. **Mortals were given advanced technology** by the gods, alien to people of the modern day, which eventually caused their own downfall.
4. **Halflings** whose society collapsed upon the discovery of beer.



PRECURSOR SITES

There are many Precursor sites within the Overgrowth, some active, but most inactive after several millennia of disuse. Nevertheless, explorers may still find magic items of untold power buried underground or in debris, as well as powerful, entombed stones covered with runes of unknown use and origin. However, the mission to unravel these ancient mysteries is hindered by the monsters, both plant and animal, who have taken refuge in the ruins. These create dungeons around the ancient mana sources, which can be further disrupted by anomalous activity.

OVERGROWTH MAGIC

The build up of mana within the Overgrowth has created effects opposite to the Prismatic Falls Dead-Zone. This comes in the form of an abundance of energy that builds in the air until it is condensed to the point of taking any available route of escape. As organisms native to the Overgrowth, such as the beastfolk, have immunity to this anomalous effect, it instead invades and empowers outsiders who come into its field of influence. These may be Overgrowth pathfinders, birds passing overhead, or anything else in the vicinity.

EFFECTS OF THE OVERGROWTH

The Overgrowth's magic enhances casted spells. Whenever a non-beastfolk humanoid casts a spell of 1st-level or higher in the Overgrowth, they must roll a d20. On a 15 or higher, it is cast at one level higher than the spell slot used to cast it. On a 1, it results in a surge of wild magic.

PROFIS, THE SCALEBORN | Fighting becomes second nature, after a while. It's harder when your legs are spindly, and arms thin, but with the scaly muscles I have now, the heads of my assailants are crushed beneath my feet and their guns crumple in my fists. Ho, if my family could see me. Pushed from the Overgrowth for manasickness. Left to starve in that cutthroat empire. Sometimes overcoming your weakness is the only way forward, and there's no way better than evolution. I am powerful, I am invulnerable, puny weapons cannot hurt me anymore. If you're hurting and in want of protection, my bodyguard service is ready. Hire me if you need to survive.

GUTTER GOSSIP



EERIE ANOMALIES

The magic of the growth creates eerie anomalies within it, as the thoughts, beliefs, and folktales of those on the continent manifest into reality. Here are some examples of anomalies that may be found in the Overgrowth:

OVERGROWTH ANOMALY-D10

- 1 **Mana Sickness.** The mana of the Overgrowth has formed into contagious disease, spread through using magic and spellcasting. A creature with mana sickness takes 1d4 psychic damage every time they cast a spell and every time a spell is cast that targets them. Lesser restoration cast at 3rd-level or higher can cure the disease.
- 2 **Cancerous Flora.** An overzealous, cancer-like growth of plant life where multiple plants are grafted onto one another. There are no animals in the area; it is void of all life except plant life.
- 3 **Thought Fields.** Large, ethereal geysers which erupt from the ground, where errant thoughts and fantasies become real. Anything they come in contact with has their form changed, and any creature inside them has their immediate thoughts become real in front of them.
- 4 **An Invisible Portal.** Creatures that enter an innocuous location of the forest are magically sent to another location in the Overgrowth without them knowing, or sent back to a previous location so it seems like they are going in circles.
- 5 **A Mysterious Pool.** A pool of fresh, cool water appears within a clearing. Creatures that drink the water may experience a number of different effects, from being put to sleep, having a specific spell cast on them, being healed, or angering local fey.
- 6 **A Witch Hut.** At the top of a small hill lies a wooden hut which has a bubbling cauldron that can be heard from inside. The large wooden pillars that hold the hut up resemble chicken feet. Similar shaped and sized footprints can be found nearby.
- 7 **A Burning Man.** Beyond a clearing lies a screaming, burning man tied to a wooden pyre, with witches dancing around him.
- 8 **Magical Creatures.** Magical creatures can be found on rare occasions, such as fey—pixies, sprites, satyr, hags and dryads, or other similar creatures, such as treants and unicorns.
- 9 **Living Tales.** Anomalous creatures similar to living nightmares are sometimes found in the Overgrowth, though they are often much less aggressive and are sometimes even friendly. See page 228 for a system for building living nightmares, which could be used for these living tales.
- 10 **The Grove Keeper.** A powerful and mysterious centaur can be found guarding a lush grove. He carries a pan flute which he uses to cast spells and defend the grove.

THE BEASTFOLK

The beastfolk are a race of anthropomorphic animals native to the Overgrowth whose society predates all but the Empire.

Presumably, they were originally beasts who gained sentience after being empowered by mana. The beastfolk and Fey developed their languages together, as the Fey spontaneously appeared in the world around the same time as beastfolk society was being formed. However, they mysteriously disappeared just as quickly. Some Fey still live among the beastfolk, but their numbers are minimal and they have no knowledge of their brethren's fate.

The beastfolk of the current day exist as three major tribes, and a myriad of smaller nomadic clans. Many of them use Prismatic Falls technology scavenged from pathfinders, meaning a pathfinder may just as easily face a beastfolk wielding a rifle as a bow and arrow.

Culturally, the beastfolk place significant influence on family, or their clan, even within the larger tribes. Clans number anywhere between 5 and 40 people, and beastfolk of the same clan share a last name. While clans usually indicate a blood relation to other members, this is not always the case. Beastfolk move clans due to circumstance, choice, marriage, or exile. However, most stay with the clan they were born into for the majority of their lives.

Each beastfolk subspecies have different needs, and different clans. Fishfolk live in underwater houses, and communicate with the frogfolk and other amphibians who live along the shoreline. Mammals, birds, and reptiles live in canopy huts to escape the large predators that hunt the forest floor, which is also where they set up farms, tanneries and other essential equipment. Over time, they have grown the trees to benefit their way of life, and a solid floor of branches supports their housing and travels that grows sparser as one travels outside a beastfolk settlement. At this point, the best option available is to jump from tree to tree, which is the method their hunting parties use when attempting to bring meat and pelts back to their clans.

GODS

The beastfolk revolve their treatment of flora and fauna around their religion. All things were birthed from the same two deities, Shilk of the moon and warriors who molded the form of everything on the Material Plane, and Tamri of the sun and mages who gifted warmth, power, and soul to all her sister's creations. See page 148 for more information.

THE PATHFINDERS

Pathfinders are explorers sent from Prismatic Falls to explore the Overgrowth and pilfer Precursor ruins. They often bring soulfueled vehicles or airships to assist in their adventure, and to cart back the bodies of any significant monsters they encounter in the jungle.

Many pathfinder groups have large structures or sprawling bases on the outskirts of the Overgrowth, these are used as depots and research stations for their members. Their most common method of traversing the Overgrowth is by robot. A smaller one they use to encase their body and stomp through bushes and shrubs, and a larger one is used to chop down and transport trees, as well as assist in fighting efforts. This is in the hope of uncovering buried ruins, artifacts or other Precursor remnants, and the cleared forest is slowly getting closer to the Lost City of the Precursors.

Due to these methods, they are often under attack by Overgrowth tribes or clans, but to this point their beastfolk's efforts to stop the operation have been unsuccessful.

UNDERGROUND TUNNELS

Occasionally a beastfolk or pathfinder stumbles upon the entrance to the Overgrowth's tunnel system. These exist below the roots of the jungle's ancient trees, and are home to the worms, mole-rats, burrowing spiders, and other underground monsters of the region. This also includes any underground flora, such as mosses, liverworts, and others.

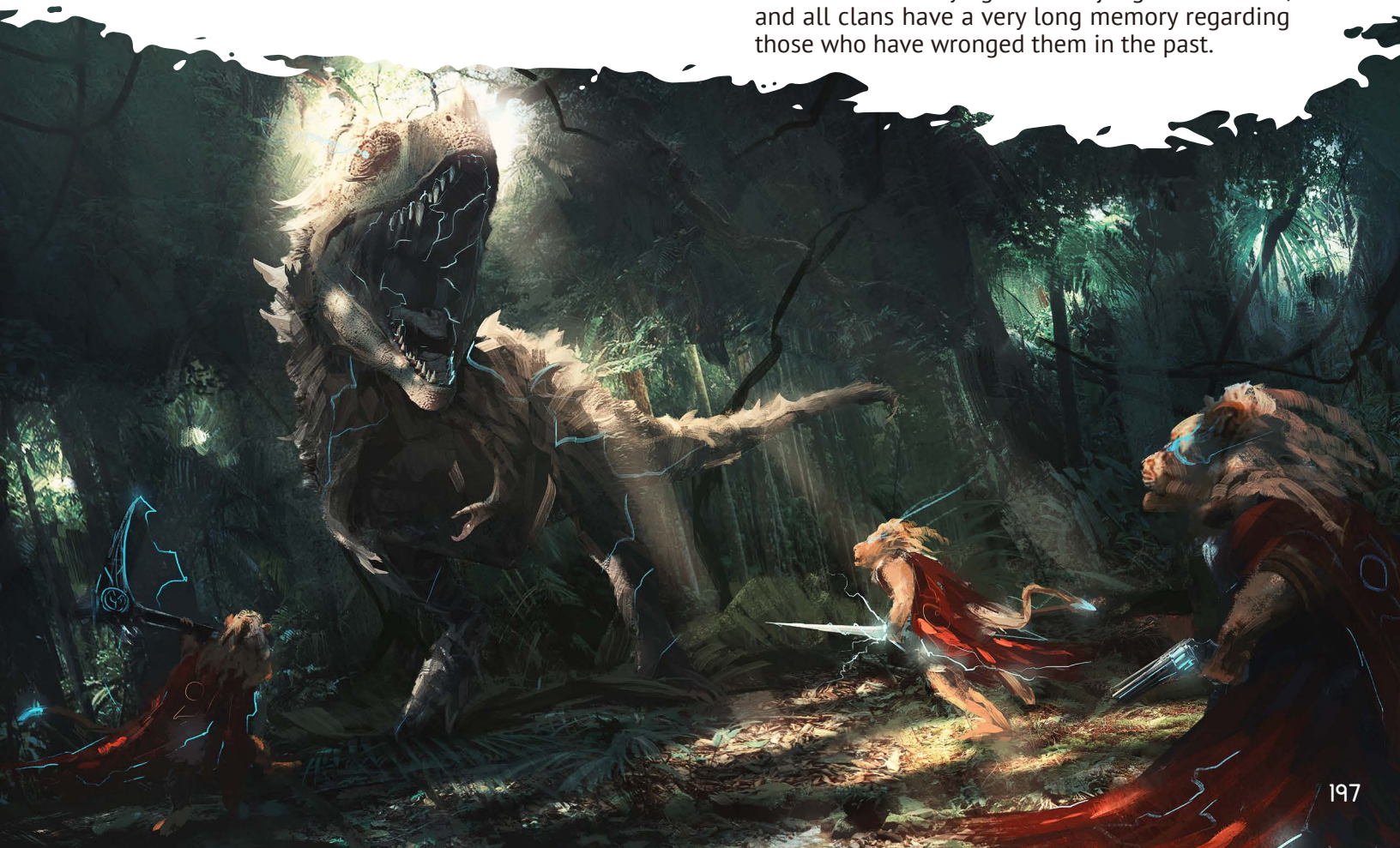
OVERGROWTH CHARACTERS

When creating an Overgrowth character or NPC, consider the following qualities:

Territorial. The beastfolk have worked hard to ensure their community prospers despite the numerous dangers that lurk within the jungle. The danger pathfinders and other Prismatic Falls explorers represent is impossible to ignore and generates a territorial backlash.

Honest. Living in a community focused on group survival and trust between tribes, beastfolk from the Overgrowth are honest to a fault. After all, there's no need to lie when you only want the best for the family and friends you have lived with your entire life.

Unrelenting. Above all else, the beastfolk are unrelenting in their pursuits and quick in their decisions. All settlements have some form of defense or military against the jungle's monsters, and all clans have a very long memory regarding those who have wronged them in the past.



THE DAKA TRIBE

Leaders: The Daka Clan

Known For: Battle, medicine, architecture, creativity

The tribe closest to the Federation, the eastern Daka Tribe regularly deals with both Handmaiden researchers and pathfinder incursions, and considers both to be an unwelcome presence in their jungle.

Primarily composed of mammal, bird, reptile and a few amphibian beastfolk, they are the smaller of the two beastfolk tribes due to their regular fighting with pathfinders and other explorers. They have 16 clans within the tribe, each with a different role in either hunting, farming, or producing goods for the tribe's benefit.

THINGS TO KNOW

- As they're on the edge of the Overgrowth, the Daka do not encounter many powerful monsters. Instead, their hunting parties face little resistance when finding food, and the upper canopies are sparse enough for their farming efforts to be well rewarded.
- Should they come across an explorer who is clearly not allied with the pathfinders or Handmaidens, the Daka will not make their presence known or offer them assistance. If it seems like the explorer is about to die, this rule is sometimes broken only to the point of saving their life. After this, they disappear once again.

GOVERNANCE

After several centuries of skirmishes with Federation explorers, the Daka Clan have evolved to be highly militaristic. Their leaders are the strongest fighters and tacticians, and change in leadership is decided by proving your prowess in battles with any external forces, or Overgrowth monsters. Should a different clan assume leadership, the Daka Tribe will change their name to match the family name of the new leading clan.

AREAS

The central Daka settlement spans the treetops in a series of tree houses and rope bridges, all supported by a solid carpet of intertwined branches and protected by the upper canopy layers.

HANDMAIDEN RESEARCH STATIONS

The Handmaiden Cult has several research facilities to uncover the genetic and magical changes that the mana-dense Overgrowth wrought on its inhabitants, and to experiment on how to recreate these effects.

These were created during the reign of the previous, now deceased Handmaiden leader, Verene Zars.

Located slightly south of the Overgrowth and Federation border are Stations Verene, Rarsache, and Gul, where the majority of research and experimentation is carried out. These stations are spread out to cover the full southern expanse of the Overgrowth that connects with Federation land. As Station Gul is situated on the border of the Federation and Empire, it is also used as a point of trade between the Empire's Verdant Arrow and the Handmaidens. However, its close placement to the Daka Tribe has caused significant strife.

Hidden in the Overgrowth is Waypoint Mora, and its location is changed regularly to protect the secrecy of the operation. It functions as a base for samples and materials to cycle into Handmaiden stations, and as a facility for their more distasteful experiments.

CULTIVATION SITE

The Daka have a portion of canopy to the north-east of their settlement dedicated to edible plants and medicinal herbs.

Three clans are tasked with regular farming duties, while two focus on the special care medicinal herbs need to flourish. While it is likely only one clan would be able to keep the medicinal herbs alive, two have been tasked with mastering this knowledge to prepare for the eventuality of one being wiped out by war. This cultivation site has been sacked and relocated twice in the past century, and each time the tribe has suffered for it.

DAKA TRIBE MISSIONS

Missions in the Daka Tribe often involve fighting with external, Federation forces, or with monsters of the Overgrowth.

The Disease of Station Verene. Handmaiden research outpost Rarsache has fallen to a hemorrhagic arcane disease. Researchers of Station Verene have started showing early symptoms despite self-quarantine, they theorize this is caused by a monster instead of anything natural. Find and stop the source of the disease.

Tribal War. You have been sent from Prismatic Falls to recover a Precursor artifact from the Daka Tribe. Upon arriving you find the pathfinders are encroaching on Daka land, trying to take over the city. Choose to either help the pathfinders or defend the Daka, however if you choose the side of the Daka it may be difficult to fulfill your initial mission.

THE WIKT'EERA TRIBE

Leaders: The Wikt'eera Clan

Known For: Community, natural harmony, deep sea diving, craftsmanship, trust.

Located close to the ocean, the western Wikt'eera Tribe is 53 clans strong and contains mammal, amphibian, reptile and bird beastfolk in their main settlement. With a secondary half-submerged community housing fish and amphibian beastfolk.

As they are closest to the northern border of the Overgrowth, it is rare for outsiders to approach their community. As such, they have little experience fighting other humanoid creatures. Instead, they must fight off the empowered monsters of the Overgrowth that try to invade their homes.

THINGS TO KNOW

- The Wikt'eera Tribe faces danger on all sides as the monsters of the Overgrowth challenge their hunting parties and homes.
- The Tribe is community focused, with many Clans supporting one another should a monster destroy a Clan's home, or production site.

GOVERNANCE

Leadership roles are poorly defined within the Wikt'eera. Most decisions of importance are made publicly by community forum. However, in times of strife or monster invasion, it is the Wikt'eera Clan who takes charge, and as such it is their name the tribe has taken as a group identity.

AREAS

Similar to the Daka, the Wikt'eera live in treetop houses to escape the monsters lurking below. However, their oceanside settlement is partially treetop houses, and partially underwater housing.

THE RUINED CITY

Concealed by a ward of non-detection and gaze-aversion, the Ruined City is an ancient, abandoned city of stone and the birthplace of all the eternal (see page 32 for more information on eternal). The city is half destroyed, And, while the method of the eternal's creation remains unknown, many think the city's secrets to be already plundered.

CULTIVATION SITES

The Wikt'eera cultivation sites surround their settlement on all sides, and also span the distance between their primary and secondary settlements. These also include fish farms, where trout, tuna and other fish are caught offshore by the fishfolk and later transported onto land.

WIKT'EERA TRIBE MISSIONS

Missions in the Wikt'eera Tribe predominantly involve dealing with monster threats, however these include not only land-based threats, but also aquatic.

The Nightmare of the Overgrowth. A strange creature has been created from the myths of the Beastfolk, and is hiding within the dense forest, hunting the tribe members. Defeat the unstoppable creature, or fake its death in front of the tribe so the real one disappears as their belief dwindles. Create a **Living Nightmare** for this creature using the system on page 228.

REVERB | Tomorrow is the day. Tune into Rainy Report fifteen minutes early, during the show that airs before it. We're gonna turn it into Gutter Gossip. And we're gonna make it BIG!

GUTTER GOSSIP

THE LOST CITY

Known For: Fame, fortune, mind-bending reality shifts, attacks on one's psyche.

The largest of the Precursor ruins, the Lost City is a sprawling remnant of times past shrouded in mystery. While its rough location is known by most, almost all expeditions sent to investigate the ruins have ended in failure. In some cases they dissolved before setting off, and others entered the city to never return.

Those who learn of the Lost City slowly forget about it, those who wish to investigate it slowly find other pursuits to occupy their time. This is a city that doesn't want to be found. Nevertheless, if an explorer somehow stumbles their way into this relic, here is what they may find.

WHAT LIES WITHIN THE CITY – D4

1. **An ancient ritual site** surrounded by large arcane crystals and several anomalies. It might have been for some grand purpose; such as everlasting life, that wiped out the Precursors when it went wrong.
2. **An ancient curse**—the pathfinders who braved the lost city and died now walk the city again as mindless creatures that attack on sight.
3. **A ruined castle made of wood** pulsing with mana, filled with tablets written on with Ancient runes, and large plant life. At its core is a large altar to a long dead god.
4. **An illusory city seemingly mimicking the past**, filled with ancient ghosts and living nightmares.

THINGS TO KNOW

- 20 years ago an expedition of 15 explorers traveled to the heart of the Lost City. Only one explorer returned, and they did so empty-handed. Whatever they saw took their mind. Addled and out-of-sorts, they live with ex-pathfinders in the lower Prismatic Falls High-Rises.

LOST CITY MISSIONS

Missions in the Lost City include pathfinder related business, or following the interest of Prismatic Falls backers to uncover artifacts or people.

A Lost Pathfinder. Travel to the Overgrowth to look for a lost hunter who sent a distress signal from dangerously close to the Lost City. The distress

signal will lead to the hunter's camp, and clues will lead you to a room he has trapped himself in within the Lost City.

An Ancient Artifact. Travel into the Overgrowth to uncover a Precursor artifact. Talking to the Daka Tribe will lead you to the Lost City, where living nightmares abound and nothing is as it seems.

THE SPIKE

Known For: Foreboding, huge, terrifying, dark, avoid at all costs.

In the far east of the Overgrowth lies the Spike. A mountainous spear of dark rock, it rises out of the Overgrowth to such great heights it can be seen from just outside of Prismatic Falls on a rare clear day. Riddled with caves and air pockets, it is a major landmark for miles around.

THINGS TO KNOW

- The rock of the Spike makes it impossible for large plants to grow on its side. Cliff-like in its appearance, it has also been weathered into smoothness making it difficult to scale
- Riddled across the side of the mountain are small cave openings. If one ventures inside, they would find plants, alchemical moss, and exiled or diseased Beastfolk.
- Several Federation citizens travel here for its rare plant species, however the Beastfolk consider it to be a cursed place and an entrance to their hell.

MISSIONS IN THE SPIKE

Missions in the Spike involve braving its difficult-to-climb mountainside, and the monsters that lurk within.

Shadow in the Mountain. An unknown shadow has been seen leaving the Spike at night to hunt for fun in the nearby jungle, and the Beastfolk tribes speak of a dragon made of bone carrying away their livestock and scaring away prey. The party must climb the mountain to the bone dragon's cave, and defeat it.



MELLOW Thank you for joining us today everyone! Rainy Report is coming up soon, so don't stop that spell! In the meantime, I'll be taking viewer questions—

REVERB No, I don't think you will be.

[A pistol fires, and mellow screams. The door to the room slams shut, and Reverb moves a spare chair to block the handle before sitting in the show host's chair.]



REVERB Good to see you again Goggles.

It's been too long since I spoke to my old viewers at Rainy Report, but here I am to expose the cults, and to arm you with the knowledge they don't want you to have. No, this is not a skit. Yes, a woman has just died. No, I don't regret **ANYTHING** I've done for this cause. (Reverb composes himself, sits more rigidly, and seems to fall into a more practiced speech.)

Hello again Prismatic Falls, I know it's been a while, but I've come back for one last message. I'm speaking to you, those who are barely surviving in this city, simply being used as batteries for raw magic. Those who are better off dead to the cults so your soul may be siphoned and used as mere fuel. Those who do not live with the luxuries of Infernal Engines and instead live in fear of the demons that they spawn to fuel them. We cannot stand for this. We must fight back against these corporate cults who've used their gods to seize control of this city. The very gods the cults claim to control, but it's **YOU** who controls them! It's time to take up your weapons, prepare your spells and tune your augments. It's time to rise up out of the streets and take this city into your own hands. It's time to become a Crystalpunk!

[As word begins to spread throughout the building, the sounds of people running up the stairs and bashing against a now-barricaded door fill the room.]

You cannot live your lives like this; in fear, in servitude. Look at this world we live in, from the never-ending war in the Empire to the oppression and conflicts of the Frontier. Power is abused everywhere, and it's time to put a stop to it. So as my final request, I ask that you fight against this needless greed. Don't let them control you, show them what we are made of. It might take violence. It might take bloodshed. But we can make this city—no, this world—our own. We can show the cults, and their gods, **that we won't stand for this.**

[As Reverb finishes his speech, he moves to the door and removes the chair. The door bursts open and spells begin to fill the room.]

[channel senses ends.]

— THE RAINY REPORT... WITH REVERB?



5

CHAPTER

RUNNING CRYSTALPUNK



**THE MISSION IS SIMPLE. WE'VE
BEEN HIRED TO FIND A MAGICAL
DECK IN A COLLECTOR'S VAULT.**

**SCOUT, YOU'RE ON LOOKOUT,
I WANT A MESSAGE THE
INSTANT SOMEONE EVEN LOOKS
AT THE BUILDING.**

**BLAST, YOU'RE ON BREACH.
FIND SOMETHING POWERFUL
BUT QUIET TO OPEN THE VAULT.**

**TUMBLE, YOU'RE THE
GREASEMAN. GET THAT DECK
WITHOUT TRIPPING AN ALARM
AND GET OUT.**

**WE'RE GOING IN ON VOCA
AND HANDING IT IN THE NEXT
MORNING.**

**GENTLEMEN, I HOPE TO SEE YOU
WHEN WE'RE TEN THOUSAND
GEMS RICHER.**

This chapter is a toolbox of resources to assist Game Masters in running Crystalpunk games, providing rules, story ideas, and creature stat blocks to build encounters with. This chapter is built as a guide to creating adventures in the world of Crystalpunk.

STARTING A CRYSTALPUNK GAME

If you're a GM thinking about starting a Crystalpunk game, these are the steps you should consider:

1. Learn about the continent of Aysta. Begin with the introduction of this book, then move onto Chapter 2 for more details and descriptions of specific locations.

2. Introduce your players to the world. Give your players a brief rundown of the world. You can use the primer below as a quick introduction.

3. Choose rules. Learn the new rules found in the first section of this chapter, and along with your players, choose which ones you will use in your game.

4. Introduce your players to the new character options. These are found in Chapter 1 of this book. Note the most important sections: Backgrounds and Equipment, which are the only new required options in character creation. Also, note the Crystalpunk Life and Races section of Chapter 1, both of which will assist your players in building a character that will fit into the world.

5. Start with a simple mission. Your first mission should be fairly simple in order to ease your players into the world. Ask what your players most want to do and prepare a mission that introduces a few unique aspects of the world. For game mechanics, advice, and ideas, use the various sections throughout this chapter.

WORLD PRIMER

You're about to enter a terrible, futuristic world; a traditional fantasy setting pushed far into a dark future. Rather than using electricity or computers, magic is the root of all technology. It's a world where your personal sidearm uses your body's mana as ammo and a vicious demon fuels the engine of your brand new ride. It's a world where spellslingers and mercenaries fight side-by-side against nightmarish monsters in the streets, while corporate cults are blinded by their pursuit of wealth and power. It's a world where every resource is pushed to its limit using arcane technology. When you die, not even your soul is safe. Mana fuels this ever-advancing society, and there is no richer source than the soul of a humanoid. This world is also one of opportunity and vicious beauty, it's a place of complex mysteries, unimaginable heists, exotic locations, and death-defying battles. It's a place where risk-takers can truly thrive and where action hides behind every corner.



CRYSTALPUNK RULES

This section details the rules of Crystalpunk. These rules are optional, but many of them are deeply intertwined with the world of Crystalpunk and the way that missions are intended to play out. If you are running a Crystalpunk game, it is highly encouraged that you use all of the rules from this section that are tagged with “Recommended for Crystalpunk”.

SKILLS

RECOMMENDED FOR CRYSTALPUNK

Here are some replacements and adjustments to the skills of the game, intended to adapt the game to urban environments. The skill replacements change each skill entirely, while the adjustments add a few more scenarios where each skill may be used.

SKILL REPLACEMENTS

Survival is replaced with **Wisdom (Navigation)**, which governs one’s ability to track monsters, beasts, or people, as well as find the best path for a group through an area, such as shortcuts through the streets or through more dangerous areas such as a frozen wasteland.

Animal Handling is replaced with **Wisdom (Streetwise)**, which determines one’s experience with urban areas and their ability to act within their unwritten rules. As a GM, you might ask your players to make a Wisdom (Streetwise) check to gather information, intuit information related to gangs, reputations, rivalries, events, or crime in the immediate area, conjure a false identity that can bypass scrutiny, or attempt to gain access to exclusive areas such as clubs or criminal hideouts. In cases where you would previously call for a Wisdom (Animal Handling) check, you can instead call for a Wisdom (Nature) check.

SKILL ADJUSTMENTS

Arcana now includes information related to magical technology and how it functions.

History now includes general knowledge, as well as information related to military, logistics, economics, and politics.

Nature now includes information related to geography, biology, food, poisons, and narcotics.

Religion now includes information related to the cults of Prismatic Falls and their activities.

Intimidation now includes attempting to keep your cool when threatened. For example, when two characters confront each other, you can have them make a contested Charisma (Intimidation) check to see who backs down first.

RESTING

RECOMMENDED FOR CRYSTALPUNK

The following rules adjust the usual resting rules and aim to give GM’s more flexibility in their adventure design. In particular, it allows for more encounters between each long rest, allowing missions that span multiple days to still feel challenging and resource intensive. This is especially important in urban environments, where adventures usually take place over many days.

14-U9H | Welcome back to the Rainy Report. I am 14-U9H, although you can call me Fourteen. As of today, I will be taking over as host of this show. Those of us working on this show deeply apologize for the incident yesterday, and we pledge that going forward we will ensure something like this will never happen again, and that yesterday's break-in has been dealt with.

– THE RAINY REPORT WITH FOURTEEN



SHORT REST

A QUICK BREATH

The following changes are made to the short rest:

- A short rest is now any period of downtime between **10-minutes and 8 hours long**, and it can now include sleeping.
- When a character spends such a period of downtime, they can choose whether or not to gain the benefits of a short rest.
- A character can gain the benefits of a short rest **twice**, regaining expended uses when they finish a long rest.

LONG REST

A FULL REST AND RECOVERY

The following changes are made to the long rest:

- A long rest is now at least **5 days long**, during which a character must spend a period of extended downtime in a civilized area, such as a town or city. Characters cannot take long rests in uncivilized or otherwise unsafe areas.
- At the end of a long rest, a character regains all of their spent hit dice instead of half, and their exhaustion level is reduced to 0.

ADDITIONAL ALTERATIONS

To compensate for the changes to resting, the following additional rule alterations are made.

Arcane Recovery. After a wizard uses their Arcane Recovery feature, they can't do so again until they complete a long rest.

Magic Items. Magic Items that regain charges each day now do so after the user completes a long rest, rather than at dawn or any other specific time of day noted in the items description. During this long rest, the user must perform a special ritual to recharge the magic item, which is different for each item. See the following table for some inspiration.

ITEM RECHARGE RITUALS - D8

- 1 The item must be placed on hot coals, over a campfire, or somewhere similarly hot for the recharge duration.
- 2 The item must be pierced into a stone and left there for the recharge duration. Until it recharges, it is impossible to remove from the stone by any means short of the *wish* spell.
- 3 The item must be bathed in a small amount of blood for the recharge duration. The blood disappears after it recharges.
- 4 The item must be buried in dirt, or some other similar material, for the recharge duration.
- 5 The item must be placed under a large tree, bush, or similar plant for the recharge duration.
- 6 The item must be submerged in water for the recharge duration.
- 7 While the item is on your person, you must do fifty push-ups a day for the recharge duration.
- 8 The item must be open to the sky; in sight of the sun and moon, for the recharge duration.

When an item with charges, such as the *wand of fireballs*, regains charges this way, it regains charges up to its maximum amount instead of rolling.

Time Extension. All long duration spells and features of players, non-player characters, creatures, and magic items have altered durations, as shown below. This extension also applies to the new mechanics introduced in this book if you are using this rule. If the duration is not shown below, it is unchanged.

ORIGINAL DURATION	NEW DURATION
8 hours	5 days
24 hours	7 days

This time extension also applies to lengths of time within features, magic items, and spells, such as the time before you must reassert control for the *animate dead* spell and the amount of food as well as when the food from the *create food and water* spell spoils. It does not apply to the cast times of spells, or to tasks and rituals, such as a warlock's Pact of the Blade ritual. Lastly, once a druid reaches 11th level, their Wild Shape feature lasts up to 5 days.

MAGIC ITEM SLOTS

RECOMMENDED FOR CRYSTALPUNK

In Aysta, magic items are the next technological stage of basic equipment. A +1 Weapon is simply a better version of its mundane variant, technologically improved and imbued with powerful magic. While these types of items are produced in mass quantities, in Aysta, it is very difficult to create magical items that function in this way without drawing a large amount of magical power from the user.

The following set of rules allows magic items to be an everyday part of the world, allowing the GM to sell magic items to the players often as well as frequently granting them as rewards, without worrying about game balance.

For some more magic item options and some advice on reflavoring magic items to be a bit more futuristic, see page 102.

AWAKENING MAGIC ITEMS

Each character has a number of magic item slots equal to **2 + their level**. By spending 1 minute channeling their inner magic, a character can use any or all of these slots to awaken magic items on their person, which remain awakened until that character finishes their next long rest. During the minute, a character can also remove any magic items they had previously awakened, regaining any slots those items took up. While a magic item isn't awakened, it is dormant—none of its magical properties function.

When a consumable such as a potion—or an item with charges such as a wand—is first used, the slots that the item took up are locked and can't be used until the character finishes their next long rest. Once that character finishes a long rest, those slots reopen, and they can choose to remove those magic items and regain the slots they occupied.

If an awakened magical item is left more than 100 feet away from its user for more than 10 minutes, it returns to its dormant state and the slots it occupied are regained, unless those slots were locked.

SLOT COST

The amount of slots a magic item takes to awaken is determined by its rarity, as shown in the following table. Higher rarity items also have a level prerequisite, representing how powerful magical items can only be handled by stronger characters.

RARITY	PREREQUISITE	SLOTS REQUIRED*
Common	—	1
Uncommon	—	2
Rare	5th-level	4
Very Rare	11th-level	6
Legendary	17th-level	8

**If the item needs attunement, increase the slot requirement by 1.*

ATTUNEMENT

Items that require attunement require 1 extra slot to be awakened, as detailed in the previous table. Characters no longer attune to magic items in the traditional method, instead, a character becomes attuned to a item once they awaken it. However, this is provided they would have been able to attune to the item normally.

Also, characters can now be attuned to an unlimited number of magic items at one time, rather than just three. If a class feature grants a character additional attunement slots, increase their total magic item slots by the same amount instead.

MAGIC UTILITY SLOT

Each character has a special utility magic item slot. It has space to awaken a set of three specific magic items without expending any of the character's normal slots. This special set of magic items consists of a meeting stone, a bag of holding, and any one non-consumable common item. For more on those items, see the Starter Magic Item section on page 94.

WHAT ITEMS ARE AVAILABLE?

There should be a variety of different magic items for the players to buy. As a GM, you should create a list of magic items that will be available for your players to purchase, which will represent the most frequently produced magic items. Alternatively, you can simply have the characters search for magical items themselves and determine whether or not a magic item is available on a case-to-case basis.

You can have it so some of these unavailable items still exist. The players might come across one of these items during their adventure, or find a recipe to create it, thereby 'unlocking' it as a magic item option for them.

MAGIC ITEM PRICING

When pricing magic items, take care not to make them so expensive as to prevent your players from using up all of their magic item slots. However, feel free to vary the price of some magic items within the same rarity wildly, to emphasize how complicated their creation is or for any other reason. For example, a +2 Weapon is generic and simple—it should be cheap, while a Flame Tongue is much more complex and specialized, and should be much more expensive.

As a rule of thumb, treat the prices of generic magic items (such as Potions of Healing) as 1d6 x 100 x the slots required to awaken them (halved for consumables). More complex items can cost up to ten times as much.

MAGIC ITEM BALANCING

Here are a few more rules to balance out magical items while using this system:

- You cannot receive more than one static AC bonus between all of magic items you have awakened.
- Magical items that use set DCs (including those that allow you to cast spells) use your Spell Save DC instead of their original DC. If you don't have one, the DC is equal to 8 + your Intelligence modifier + your proficiency bonus instead.
- You can only awaken items that adjust ability scores (such as the Headband of Intellect) if your relevant ability score is no lower than 3 less than the value it would change it to, or if your relevant ability score is 20.
- Once a consumable item with permanent benefits (such as the Manual of Bodily Health) is used, the slots used to awaken them are permanently locked, unless you forfeit those benefits.
- Magical weapons that have the light property, or that you can otherwise use with two weapon fighting, come in pairs. Both can be awakened using the same amount of slots as if they were one item, but only you can use them once awakened.
- Awakening a magic item that consists of many individual items (such as the Necklace of Fireballs), counts as awakening all of those individual items. When using such items, use the average to determine the total amount instead of rolling.
- Magic items created by class features are always awakened, no magic item slots required.

PRE-AWAKENED ITEMS

Some items that use magic to function don't need to be awakened to be used and are not considered magic items at all. These are usually arcane tools, such as arcane firearms, as well as the arcane watch and crystal flashlight found in Casual Gear.

As a GM, you can decide if any other magic items can be used without being awakened. These should typically be important story items, artifact items, or other extremely powerful items that aren't typically used tactically, such as the Deck of Many Things.

ADJUSTING CHALLENGE

Magic items are quite powerful. As a GM using these rulings, you should consider magic items when balancing your game. When creating encounters, you should consider each member of the party as being of a higher level due to the power of their magic items, as detailed in the table below.

CHAR. LEVEL	CONSIDERED LEVEL INCREASE
1st - 4th	+0.5*
5th - 8th	+1
9th - 12th	+2
13th - 16th	+3
17th - 20th	+4

**consider half the party (rounded down) to be one level higher.*

If you choose to grant your players more or less magic item slots than 2 + their level, you can instead consider each character to be 1 level higher for every 6 magic item slots that character has.

KICKFLIP | Whenever I'm hitting the streets, I always stock up on stims. It means I can't deck out my gun, but I don't care how dead the other guy is if I'm dead too.

14-U9H | That seems quite sensible of you. Have you considered some of the magitech shields being developed?

KICKFLIP | Mate, I'm protecting myself on the street, not going to bloody war.

14-U9H | The tension is rising out there. War might come to us.

– THE RAINY REPORT WITH FOURTEEN

RESURRECTION

OPTIONAL RULE

The following set of rules revolve around death and resurrection, with the intention of making character death more impactful and satisfying for the player. You can choose to use any of these rules independently.

SEVERED SOUL

The stress of combat can loosen one's connection to their soul. 1 minute after a player character or important NPC dies in combat, they must roll a d20 to determine if their soul remains intact for resurrection. The DC is 10 + 5 for each time the character has been previously revived (except for by the *revivify* spell). On a failure, their soul is lost forever—meaning they cannot be revived again, except for by the *wish* spell.

A willing ally within 5 feet can choose to grant a character advantage on their Severed Soul roll. Succeed or fail, the DC of any Severed Soul roll this ally makes in the future has its DC increased by 5, as they give up a portion of their soul to aid the target.

SOUL EXCHANGE

All resurrection spells, except for *revivify*—have an additional material component that is consumed upon casting: a soul, which must be from a living creature of the same creature type as the target.

To rip the soul from a living creature as a part of the casting of the spell, the creature must be present and conscious for the entire casting time of the spell. It need not be willing, so long as it doesn't move a significant amount for the duration. During the spell, it experiences intense, torturous pain. When the spell completes, this creature dies; the power of their soul having moved to the target of the spell. The soul of the sacrificed creature is lost forever—meaning that they can't be revived by any means short of the *wish* spell.

If the creature being revived refuses to come back to life, the spell fails immediately before any of the above effects occur, and no material components are lost.

LAST STANDS

The following rule grants players more influence on how and when their characters die. At 3rd level, all player characters gain the following feature:

BLAZE OF GLORY

At any time, even at the moment of your death, you may choose to enter a Blaze of Glory. When you do, it immediately becomes your turn in combat, driven only by the power of your soul.

At the start of this turn, you are instantly cured of any effects of your choice and all conditions,

including the unconscious condition, you regain all expended spell slots, all of the expended uses of your class features, if any, and you can stand up if you are prone. At the end of the turn, you immediately die, and your soul is lost forever—meaning you can't be revived by any means short of the *wish* spell.

While in a Blaze of Glory, you can take actions you could not normally—an intense feat of strength, saving an ally who was at the brink of death, or a heroic, impenetrable, yet short-lived defense—the limits are up to your GM and your imagination.

EDGE DIE

OPTIONAL RULE

This rule introduces a new combat mechanic, the edge die, which seeks to simplify minor combat advantages. When using it, ignore the regular rules for half cover and three-quarters cover.

When a creature makes an ability check, attack roll, or saving throw against another creature and they have the edge on that roll, they add an edge die, which is a d4, to the roll. If their opponent has the edge against them for that roll, they instead subtract the d4 from the roll.

GETTING THE EDGE

A creature gains the edge for a particular roll by having a minor situational or environmental edge over their opponent. A few examples include:

- A creature that has cover or the high ground against a ranged attacker could grant them the edge against any ranged attacks or spells targeted at them.
- A creature attacking an opponent in melee while their ally flanks them from behind could have the edge on attacks against that opponent.
- A creature casting a spell that deals lightning damage against a target that is wet or standing in water could have the edge against that creature for that spell.
- A creature that uses a piece of the environment to assist them with an attack, such as jumping off a chair before attacking, could have the edge against their target for that attack.

If both creatures have the edge for a roll, it cancels out, and neither creature adds or subtracts an edge die. The GM has the final say on whether or not a creature has the edge over another, though it is encouraged that the GM awards the edge for creativity, tactical positioning or risky maneuvers, especially those that require a skill check and have a chance of failure, such as jumping over a gap to get to a better firing position.

VEHICLES

Vehicles are commonplace in the world of Crystalpunk, especially in the city of Prismatic Falls. They come in both land and air varieties; and some models of land vehicles hover slightly above the ground. They are all powered by Infernal Engines, potent devices that siphon energy out of one or more captured fiends, and into the vehicle. While these fiends provide a source of fuel for the vehicle, they also require a new soul every few years to be maintained.

Driving these vehicles is a magical process—arcane crystals within the wheel draw mana and information from the user and feed it to the rest of the vehicle to make it operate. As such, it is fairly intuitive, and most people who live in the cities of Aysta know how to drive a vehicle. However, this doesn't mean they drive them competently. Only by having proficiency in a specific vehicle type is a character adept at handling the vehicle, especially in tough situations.

VEHICLE RULES

Here are the rules to implement when using vehicles.

THE DRIVER

As the driver, the vehicle moves on your initiative, though it should be treated as the vehicle making its move gradually throughout the entire round so as for it to move at a constant rate. You have complete control over the vehicle's speed on your turn, up to its maximum. The vehicle itself cannot Dash or otherwise take actions. On your turn, you must keep at least one hand on the wheel to continue driving. You can otherwise use your action, bonus action, and reaction as normal.

If you wish to perform more complex maneuvers with your vehicle, such as fast turns, jumps, or sideswipes, you must use your action and have two hands on the wheel. When doing such maneuvers, you must make a Dexterity check, adding your proficiency bonus if you are proficient in the type of vehicle you are driving. The DC and outcome is determined by your GM. You might also have to perform such a check when trying to chase or get away from another vehicle, or as a reaction when your car is put into a dangerous situation to avoid losing control or wiping out.

If you attempt to damage another vehicle through a maneuver, make the check against the opposing vehicle's AC. On a success, you deal bludgeoning damage to the opposing vehicle, if its size category is equal to or less than yours. The damage is equal to two rolls of a dice of a size equal to your car's hit dice size, plus your Dexterity modifier.

FIGHTING ON VEHICLES

When fighting while in a vehicle, or fighting a creature on a vehicle, attack rolls are made with disadvantage and creatures have advantage on saving throws against any creature not moving at similar speed. If multiple vehicles are moving next to each other at a similar speed, the creatures in them act in combat as normal, as if they were not moving at all.

GETTING IN AND OUT

You can enter or exit a vehicle by using half of your movement on your turn. If you are the driver, you can then use your action to have the vehicle begin moving. Otherwise, the vehicle begins moving at the start of your next turn.

If you wish to jump from one vehicle to another while both are moving, you'll need to perform a long jump, making a Strength (Athletics) check with the DC based on the distance and speed, in order to do so successfully.

CRASHES & WIPING OUT

When a vehicle wipes out or crashes, the vehicle and all passengers take substantial damage.

When a vehicle wipes out, it takes bludgeoning damage equal to a roll of half of its total hit dice (rounded down) + its Constitution modifier, as does each creature in the vehicle unless they succeed on a DC 15 Dexterity saving throw, in which case they instead take half damage.

When a vehicle crashes, all of the above is the same, except the damage equals a roll of all of the vehicles total hit dice + its Constitution modifier, and the damage type changes to force for both the vehicle and the creatures inside, as the Infernal Engine of the vehicle explodes.

VEHICLE PROPERTIES

Vehicles use stat blocks, much like monsters. Here is a rundown of what everything means.

STATS

Seats. Indicates the number of total passengers a vehicle can comfortably hold, including the driver.

Hit Points. Indicates a car's health. When it drops to 0, the vehicle is destroyed. Vehicles cannot spend hit dice to recover their hit points, they must instead be repaired using Runetech Tools.

Ability Scores. The stat blocks for vehicles don't include Intelligence, Wisdom, or Charisma. All vehicles have 0 in these stats and automatically fail any ability checks or saving throws that use these scores.

14-U9H | I hear the Garrison Street race got canceled. How long have you been preparing for it?

DRIFT | Months of work went down the drain because of some damn rioters turning the street upside down. I had my car worked on just last week and got a Glabrezu engine installed, which cost me a bloody fortune, and now I don't even have a shot at the prize money to cover it.

14-U9H | Cheer up! As soon as these riots get put down, there'll be more races to try out that new engine of yours.

– THE RAINY REPORT WITH FOURTEEN

SPEED

A vehicle indicates a speed in its stat block. This indicates the usual maximum speed it can move each turn, though it takes at least two rounds of movement for a vehicle to reach that speed. Here is a list of usual speeds for land vehicles per turn, depending on the environment:

Slow (Tight Spaces). 30 feet (3.5 mph)
Average (Narrow Streets). 300 feet (35 mph)
Fast (Highways). 500 feet (60 mph)
Very Fast (Chase). 700 feet (80 mph)
Breakneck (Ludicrous) 950 feet+ (100 mph+)

SPEED ISN'T EVERYTHING

When two vehicles are in a race or in a pursuit, you should consider not only those vehicles' max speed, but the environment they are driving through. If they have to take many sharp turns or perform maneuvers through traffic, having a better driver is often much more valuable than having faster car.

VEHICLE UPGRADES

Vehicles can be upgraded with a variety of additional parts that augment their properties. These upgrades are split into two categories—body upgrades and weapon upgrades, which can be found in the tables to the right. A vehicle can't have more total body or total weapon upgrades than it has seats. Each body upgrade can only be chosen once.

USING WEAPON UPGRADES

Vehicle weapons can be operated by passengers in the vehicle, as long as they have proficiency in martial weapons. The provided vehicle weapons detail a specific weapon attack, and this attack can be made as an action, requiring the user to use both of their hands. Vehicle weapons use the operating character's Strength or Dexterity score (based on the weapon) as well as their proficiency bonus (PB) in their attack and damage rolls. If a character can make multiple attacks as a part of the attack action on their turn, they can make that many attacks when they use their action to attack with a vehicle weapon.

BODY UPGRADES

COST

Arcane Camouflage. The vehicle has advantage on Dexterity (Stealth) checks made to hide.	5000 gp
Arcane Cushion Field. Passengers take half the amount of damage they would normally when wiping out or crashing.	2000 gp
Engine Upgrade. The vehicle's speed increases by 100 feet for every 2000 gp spent, up to a maximum ground speed of 1900 feet (200 mph) or a maximum flying speed of 1000 ft (115 mph).	2000+ gp
Extra Seat. You add one extra seat to the vehicle, altering the chassis to do so.	2000 gp
Flight. It gains a flying speed equal to half of its max speed, and can hover while flying this way.	30,000 gp
Hook Cannon. As a maneuver, the driver can fire steel grappling hook from the front of a vehicle. If it hits another vehicle, it becomes tethered. The wire has an AC of 19 and 20 hit points.	5000 gp
Mana Booster. A passenger can expend a spell slot to increase the vehicle's max speed for the next 10 minutes. This speed increase equals 90 feet (10 mph) times the level of the slot expended.	3000 gp
Spiked Bumper and Wheels. When damaging another vehicle using a maneuver, you roll twice as many dice as you would usually, and the damage type changes to piercing.	3000 gp
Tank. The vehicle's maximum hit points and total hit dice are doubled, and it gains +1 AC.	8000 gp
Window Shielding. Creatures inside the vehicle have total cover from effects outside. This trait doesn't function while the car is below half its maximum hit points, and vehicle weapons can't be used while the windows are up.	2000 gp

WEAPON UPGRADES

COST

Runetech Railgun. (Ranged, 120/480 ft). Dexterity + PB to hit. 1d12 + Dexterity piercing.	1000 gp
Flame Mortar. (Ranged, 30/120 ft). Strength + PB to hit. 1d8 + Strength fire. Also, it has the burst (1d6) property and deals double damage to objects and structures.	2000 gp
Arcatech Chaingun. (Ranged, 80/320 ft). Strength + PB to hit. 1d4 + Strength force. Once per turn when you would make a single attack with this weapon, make two instead.	4000 gp
Devastator. (Ranged, 80/320 ft). Dexterity + PB to hit. 2d6 + Dexterity force. Also, it has the pierce (1d12) property.	5000 gp

VEHICLE STAT BLOCKS

While there are a myriad of different vehicle models and types, most vehicles fit into the following five categories. If you are a GM wanting your party to start off with a vehicle, it is recommended that you grant them an old and damaged vehicle that uses the Common Car stat block.

COMMON CAR

Huge Vehicle | Cost: 10,000 gp

SEATS 5
(2 front & 3 back)

AC 10 (Basic Frame) SPEED 700ft STR DEX CON
HP 39 (7d10 - 7) (80 mph) 14(+2) 8(-1) 8(-1)

Saves. Str +5, Con +2

Immunities. Poison, psychic, and all conditions

Infernal Engine. The car holds five captured **Imps**. When destroyed, they escape, each with 1 hit point remaining.

SPORTS CAR

Huge Vehicle | Cost: 30,000 gp

SEATS 4
(2 front & 2 back)

AC 16 (Steel Frame) SPEED 950 ft STR DEX CON
HP 60 (7d12 + 14) (100 mph) 16(+2) 14(+2) 14(+2)

Saves. Str +6, Con +5

Immunities. Poison, psychic, and all conditions

Infernal Engine. The car holds a captured **Hell Hound**. When destroyed, it escapes with 10 hit points remaining.

ARCANE CYCLE

Large Vehicle | Cost: 8000 gp

SEATS 2
(1 front & 1 back)

AC 12 (Steel Frame) SPEED 700ft STR DEX CON
HP 39 (7d10 + 0) (80 mph) 10(+0) 18(+4) 10(+0)

Saves. Str +3, Dex +7

Immunities. Poison, psychic, and all conditions

Evasion. While the cycle is moving and the cycle or any of its riders are subjected to an effect that allows it to make a Dexterity saving throw to take only half damage, a target instead take no damage if it succeeds on the saving throw, and only half damage it fails.

Stunts. When performing a maneuver with the cycle that relies on the cycle's speed, such as a jump or wheelie, the driver makes the Dexterity check with advantage.

Unprotected. If you wipe out or crash on an Arcane Cycle, you take triple the normal damage.

Infernal Engine. The cycle holds two captured **Imps**. When destroyed, both escape, each with 1 hit point remaining.

HEAVY UTILITY VEHICLE

Gargantuan Vehicle | Cost: 20,000 gp

SEATS 6
(3 front & 3 back)

AC 20 (Armored Frame) SPEED 700ft STR DEX CON
HP 95 (7d20 + 21) (80 mph) 20(+2) 8(-1) 18(+3)

Saves. Str +8, Con +7

Immunities. Poison, psychic, and all conditions

Infernal Engine. The car holds a captured **Barbed Devil**. When destroyed, it escapes with 20 hit points remaining.

HOVERCAR

Huge Vehicle | Cost: 50,000 gp

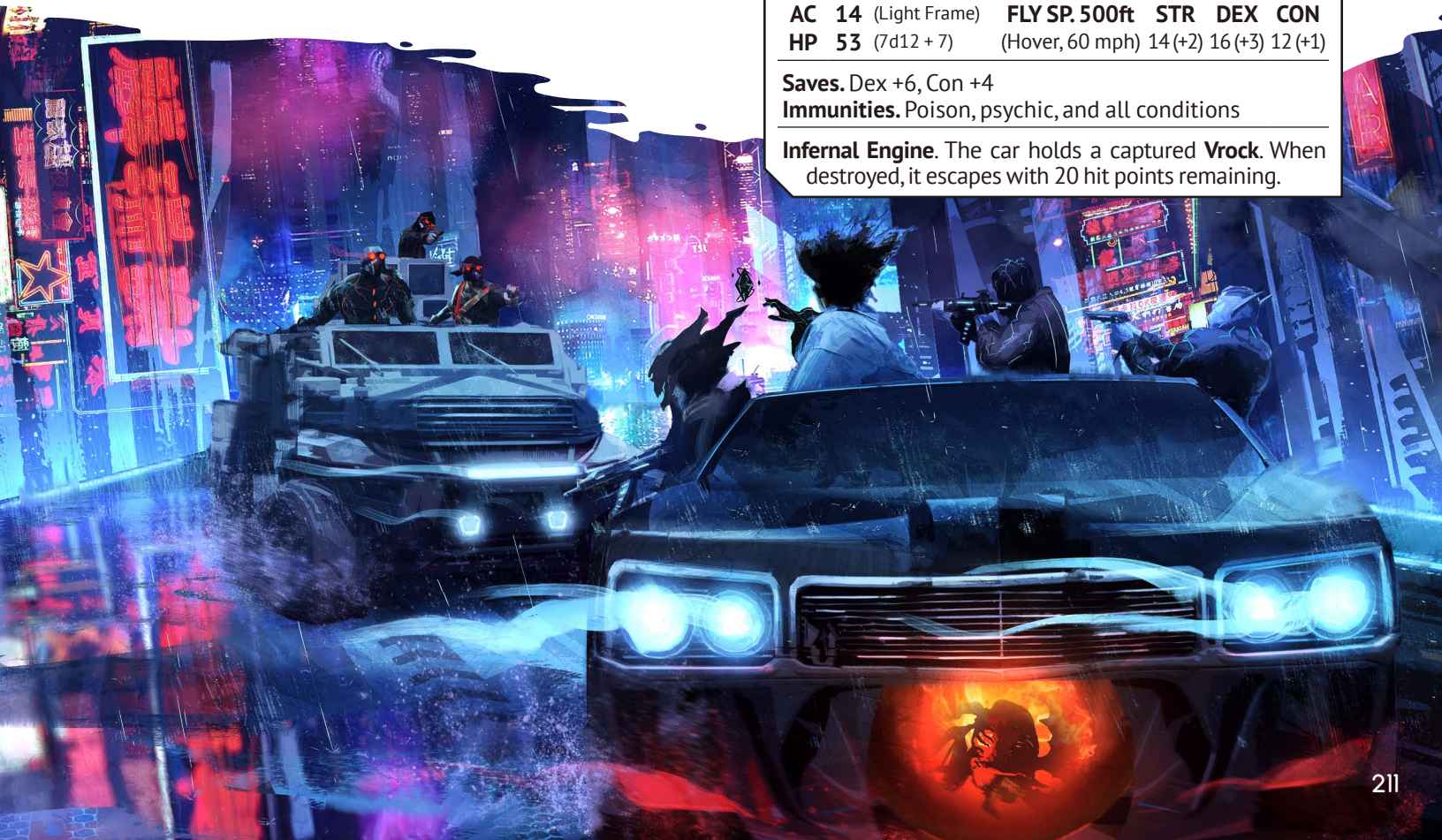
SEATS 5
(2 front & 3 back)

AC 14 (Light Frame) FLY SP. 500ft STR DEX CON
HP 53 (7d12 + 7) (Hover, 60 mph) 14(+2) 16(+3) 12(+1)

Saves. Dex +6, Con +4

Immunities. Poison, psychic, and all conditions

Infernal Engine. The car holds a captured **Vrock**. When destroyed, it escapes with 20 hit points remaining.





CREATING MISSIONS

This section provides some tools to aid Game Masters in creating Crystalpunk adventures, including tables, ideas and advice. You should focus on integrating the themes and tones provided when designing missions in a Crystalpunk setting. Always remember that your goal is to make sure your players enjoy themselves, so work with them when choosing themes to explore.

Crystalpunk missions should feature terrifying creatures, complex mysteries, and brushes with death. Be creative when designing obstacles and enemies, and let your players' solutions to difficult situations define your stories. Missions in this universe can be as fast or slow paced as you see fit, but they should always be exciting and engaging, not to mention both mechanically and morally challenging.

The following ideas, hooks and random tables are designed to give you quick and easy ways to design missions for your players, even on the fly. The advice in this section is primarily centered around missions in Prismatic Falls due to the city's unique magitech setting, although some of the ideas are applicable to other areas of the world. When designing adventures in areas such as the Overgrowth or the Empire, you may choose to design more traditional fantasy adventures with consideration for some of the elements in this section.

MISSION IDEAS

When coming up with mission ideas, use the advice and tables in this section as inspiration. You can also find some specific mission ideas in the following table, as well as a variety of mission ideas throughout Chapter 2, each of which take place in particular locations.

MISSION IDEAS - D10

- 1 Track down a specific soul taken by a Psychopomp, and retrieve it so that it can be revived.
- 2 "Remind" a famous celebrity that they haven't paid their protection fee for the month.
- 3 Quietly remove the leadership of a newly budding cult before they gather enough followers to potentially will their god into existence.
- 4 Hunt a gigantic predator within the Overgrowth for its pelt with magical properties.
- 5 Capture or kill a Living Nightmare (see page 228).
- 6 Dispose of a dangerous magical item that could cause devastation in the wrong hands.
- 7 Recover a special Arcane Prosthetic that a high-profile Manatek had stolen from them.
- 8 Travel to the Scorching Frontier and track down a group of outlaws who stole a precious magical artifact from one of the Cult's trains.
- 9 Investigate a series of brutal murders surrounding a jousting tournament in the Shattered Empire.
- 10 Infiltrate one of the large towers owned by the cults and steal a powerful, magical artifact from them.

STRUCTURE

Most Crystalpunk missions should have a loose structure bound between the character's long rests. This means that missions can take up to a week or longer (or only a day if you are not using the Resting rules found on page 208). Between missions, characters should be taking a break during their long rests—a period of downtime, to recover for their next wild adventure.

SKIP THE BORING PARTS

A Crystalpunk mission should be a collection of important and exciting scenes. Throughout the period of the mission, the players should be playing out these important scenarios, such as investigations in a specific location, a favor for a character for information, or a meetup with an important figure at a certain time. These scenarios should progress the characters towards their penultimate goal of the mission, and serve as intermediate obstacles.

The key rule here is to skip the boring parts—place your characters in their next scenario quickly after they finished the previous; keep the pace of the game quick and exciting. This is especially integral in Prismatic Falls; travel is not the most interesting part of being in the city, and it should often be skipped in favor of more exciting scenes.

MAKE MODULAR STORIES

Keep missions loose and improvised. Since there are a lot of places to go to, especially in Prismatic Falls, you shouldn't have a predetermined path that you expect your players to follow. Fit in prepared locations, encounters, and characters when most effective and improvise more when required. When preparing, it is best to set up defined locations and characters with defined motivations, and don't be afraid to change or remove things during the session based on your player's choices.

MAKE NOTHING EASY

As the players follow leads and play out important scenes, never make it easy for the players to simply move onto the next obstacle. For example, if the party needs some information to progress, the source of that information shouldn't just give it out for free. Often the most interesting scenarios are when the obstacle presented to the players becomes a smaller, self contained mission; such as a character asking for a small favor in exchange for whatever the players need to continue in their core mission. The following table provides some examples for you to utilize.

NOT SO FAST, THEY WILL HAVE TO... - D6

- 1 Steal a precious item, such as a famous musician's guitar, a full Soul Battery, or a powerful magic item.
- 2 Create a disturbance so the character can procure what the players need...and a little more on the side.
- 3 Act as security for a *massive* event that the character has planned.
- 4 Investigate some kind of mystery or puzzle that has the character stumped.
- 5 Break someone out of jail.
- 6 Perform a ritual to summon a demon, then subdue it without killing it.

BUILDINGS ARE DUNGEONS

When the players have to execute a difficult maneuver in a particular location, such as a heist, an infiltration, or a takeover, use buildings in the same way you would use dungeons in a traditional fantasy world.

To do so, a good goal for the players is to get to a certain location within the building; often the top. As they progress throughout the building, they should encounter a variety of obstacles, such as guards and arcane security systems in enclosed locations. Treat each floor of the building like a new room in a traditional fantasy dungeon, but with the obstacles of this futuristic magitech world. Here are a few examples of arcane security you could use:

MAGITECH SECURITY SYSTEMS - D6

- 1 A large metal rolling door with an arcane receiver that feeds into an *arcane lock* spell. The password is a series of numbers and letters, which a forgetful employee has left on a note hidden nearby.
- 2 A series of *alarm* spells that yell "Intruder!" to anyone other than designated employees, which cover the floor of a an exterior hallway. It doesn't cover out past the edge, however.
- 3 A *glyph of warding* set with the *shatter* spell, set to go off against any humanoid that doesn't have a visible ID badge.
- 4 A room full of *visions of old* sigils, all hidden behind boxes and other objects within the room (a new spell, see page 114).
- 5 **Soul Sentries** (see page 227) that come out spaces within the walls and subdue intruders whenever the building goes on lockdown.
- 6 A entranceway hidden behind an illusionary part of a wall created using the *holographic image* spell (a new spell, see page 109). Entering it looks like phasing through a solid wall.

THEMES

The following core themes define not only Crystalpunk missions, but the nature of Aysta itself. While all of these themes are present, you might only utilize a few of them in each individual mission. Pick which ones apply most to each story you try to tell as a Game Master, using the ideas presented to enhance those stories.

MYSTERY

Aysta is a mysterious place, and solving mysteries is a core theme that pervades a variety of different missions. Whether it be the location of a valuable object, a plot that spans an entire cult, or the origins of the eternals, there is always information that needs to be acquired.

Smaller mysteries can be a tool to spice up a session, while bigger mysteries can form the basis of missions or player character development. The biggest mysteries of all can be the driving point behind entire campaigns. When planning your campaign storylines, consider the underlying mysteries of the world, as they might inspire interesting scenarios.

MYSTERY IDEAS

Throughout this book there are many mystery tables, which detail a few different possibilities for important and mysterious past events. Use these tables to build mysteries around, along with exploring other mysterious aspects of the world. Also be sure to come up with your own mysteries involving your own characters and locations—make sure there is always something to be curious about. The major mystery tables are on the following pages.

MAJOR MYSTERIES

PAGE

Origin of the Curseborn	28
Origin of the Eternals	32
The Cause of the Ethereal Break	126
The Fate of the Awakener	127
The Grand Plan of the Cults	127
How the Cults Rose to Power	140
What's at the bottom of the Abyssal Pit?	160
What Turned the Precursor City to Iron?	174
The Emperor's Plans	177
Mysteries of the Chasm	193
Origin of the Overgrowth	194
Who Were The Precursors?	195
What Lies Within the Lost City?	200

If none of these are pertinent to your campaign—or if you want more ideas—the following table suggests some less specific mystery ideas.

OTHER MYSTERY IDEAS - D8

- 1 What is the purpose of this ancient structure we found in the Overgrowth; what does it do?
- 2 Why is this specific area such a hotspot for living nightmares?
- 3 What happened to a prominent cult leader who vanished without a trace?
- 4 Who is this newly active serial killer and why is he only killing members of one particular cult?
- 5 Who is the culprit that is stealing a large quantity of Soul Batteries from a particular spirit tower?
- 6 Who murdered this celebrity, and why did they leave the body behind so that they could be *reincarnated*?
- 7 Why is our fixer never able to be contacted between certain times?
- 8 What does this mysterious object we we're hired to retrieve, but not interact with, do?

14-U9H	You mentioned some clients going to extreme lengths to hide their 'shinies'. Care to elaborate?
LIVIA	Certainly! If you have an item or creation you want on ice from the rest of the world, hiring guards or putting up magical barriers is great, but sometimes you need to get creative. That's where my company comes in, we help our clients design a custom security system to protect their goods.
14-U9H	You must see some interesting set-ups! You have any fun, sneaky security features some of our audience could avoid?
LIVIA	Hmm, well I'll give you a well-known example... say you're a powerful sorcerer and have an item you want secured. The item is placed in a vault, and on this vault's door are two small holes. To open the door, a person of high magical ability would need to place one hand in each of the holes and be restrained by Antimagic Shackles. The door would then open for a short time before closing automatically. There would be other security measures in place to ensure no third-party intervention, but that's the crux of this security system.
14-U9H	Wow, and I'd assume something nasty would happen if they got it wrong?
LIVIA	Hah, I can't confirm or deny incident responses, but good luck figuring my security puzzles out without losing a limb or two.

– THE RAINY REPORT WITH FOURTEEN



MULTIPLE DISCOVERY OPTIONS

When the players approach an enclosed mystery for clues, such as a crime scene, make sure to have multiple solutions to acquiring that information. The players will never approach the problem in the way you envision, so preparing for multiple solutions, such as looking for physical evidence, asking witnesses, or using magic, is an effective way to maintain the flow of the game.

SEARCHING FOR CLUES

When a player character searches for clues during a mystery, they often have something specific in mind. While making it so they find that specific thing might be satisfying, it often adds more to the mystery if they find something useful, but not exactly what they thought. When a player succeeds in finding a clue, you can roll on the following table or use it as a reference.

WHAT DO THEY FIND? - D6

- 1 They find exactly what they were looking for.
- 2 They find what they are looking for, but the evidence is damaged.
- 3 Rather than finding evidence, they find something else that points them in the right direction.
- 4 They find a red herring that seems relevant, but can be disregarded upon discovering another piece of evidence.
- 5 They find something else that seems inconsequential, but its importance will be revealed to them once they gather more evidence.
- 6 They find something else, which is evidence relating to another mystery entirely.

STAGES OF MYSTERY

Mysteries are often split into stages of information. The beginning of a mystery will usually be about finding a place to start and creating a foundation, which may involve meeting with multiple characters or hunting for clues. As the end of a mystery approaches, the focus will be on acting on information gathered throughout the other stages, perhaps confronting a character or exploring an uncovered location. No matter the stage of the investigation, information should be treated like currency—players shouldn't get it without paying what it's worth, which could mean doing odd jobs for an information broker or exploring a building full of traps.

STORY TWISTS & REVEALS

The best mysteries are ones that subvert your original expectations in a single moment of realization. When designing your mysteries, consider a single, hard to obtain piece of evidence that completely changes the players' perspectives on a character or event. This evidence shouldn't explicitly reveal too much new information, but instead change the way players view the other facts they have. Twists are difficult to do well the first time you try, but with some experience you'll be able to make the puzzle pieces fall into place in a surprising but satisfying manner.

LIVING ON THE EDGE

Fortune favors the bold. In Aysta, good things come to those who take them, and you might as well look cool while you do it. It doesn't always work out of course—no matter how cool you look, anyone could end up in a Soul Battery from one mistake.

RISK TAKERS THRIVE

In Aysta, the people who thrive are the most loved, feared or respected. Reputation is everything, and the best way to earn one is to take risks, and do it in style. Player characters should strive for a reputation, and as a Game Master you should reward players for putting their characters on the line to take risks, especially if that risk would result in something cool. You should also reward players for describing their actions or finishing blows in a stylish way, especially if there are non-player witnesses.

TERRIBLE SITUATIONS

Every locale in Aysta is unforgiving in its own way. The densely populated Prismatic Falls can create complications from cult politics to the staggering heights of its skyscrapers, while the Scorching Frontier is roamed by fiends, bandits and opportunists. The Overgrowth's gigantic predators stalk the trees, and adventurers always run the risk of awakening ancient magics. In the Empire, tensions are so high that it can sometimes be difficult to tell a traveler from a spy, or a friend from a foe. Characters who aren't careful can quickly find themselves the enemy of a state, purposefully or otherwise.

Whatever the case, the party's exploits won't always go to plan, and consequences will inevitably arise. The following table lists some mission complications for Prismatic Falls.

THERE IS ANOTHER PROBLEM - D6

- 1 The character that originally hired the party has lost faith and sent a competing group of mercenaries on the same mission.
- 2 An ally of the party was hired by a rival and betrays them right as they complete their objective.
- 3 The antagonist of the story is actually one of the player character's close friends in disguise.
- 4 The location of the party's objective has become haunted (see page 228).
- 5 A character from whom the party required information from has died recently, and the soul was taken by a Psychopomp; its location now a mystery.
- 6 A dastardly group attacks the party after the party's objective is complete. This group hopes to reap the rewards in the party's place.

DARKER STORIES

Don't be afraid to be edgy or cynical when designing your stories. Aysta is a dark place—darker stories than you may be accustomed to telling will arise. Everything is gritty in this dystopian setting, and everything should be earned—even a bittersweet ending isn't cheap, and happy endings to campaigns should involve sacrifice.

MORAL GRAYNESS

There are no such things as heroes or villains. Every character exists within a gray area that players must decide the morality of on their own. Instead, aim to create anti-heroes and anti-villains; characters that are relatable and understandable, but their actions are either altruistic or selfish, rather than being inherently aligned toward good or evil. In a world where there's little room to help others, people act almost exclusively in their own interest, blurring the line between opportunists and actual 'villains'. Betrayal is routine in Aysta, a widely accepted fact for those living on the streets of Prismatic Falls. The higher status a character is, the more heads they needed to step on to get there; high-up gang or cult members are even less trustworthy than the people you'd meet on the street.

TOUGH CHOICES

Your missions and storylines should hinge on tough choices players have to make, sometimes on the fly or with imperfect information. Some situations may even demand that players make choices with no 'right' answer, where both answers can be justified but bring severe drawbacks. Below are some examples of tough choices to present your players:

THEY MUST CHOOSE BETWEEN... - D6

- 1 A loved one or the mission.
- 2 Preserving something dangerous; such as a living creature or potentially useful magical artifact, or exterminating it forever to keep the city safe.
- 3 Killing the villain and becoming just like them; or sparing their life.
- 4 Two immoral actions, one of which is required to complete their goal.
- 5 Following the law of the city or following one's own personal code.
- 6 Revealing a gruesome truth to a vulnerable client or lying to spare their feelings.

HORROR

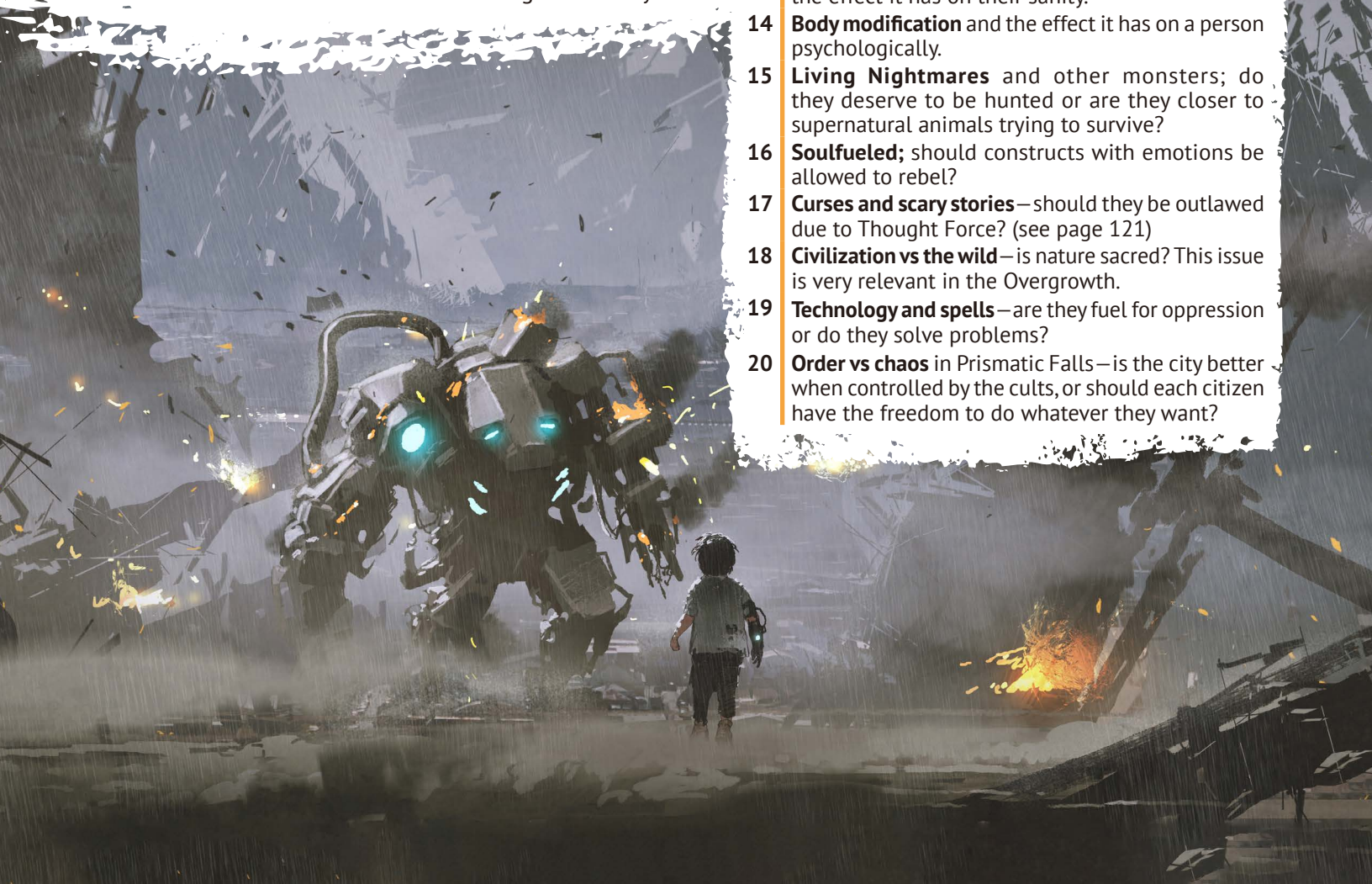
Stories involving elements of horror almost always lead back to the phenomenon of living nightmares, which are the manifestation of the fears of those in the city. The characters may be escaping from such nightmares, or they may be tasked with containing one of them down by organizations such as the Nightmare Foundation. These stories should terrify not only the player characters, but the players themselves; as they are brought up against incomprehensible and dangerous beings. For more, see the Living Nightmare section later in this chapter, on page 228.

MORAL CONFLICT

Moral conflicts and societal issues are a core part of Crystalpunk missions and they are a perfect medium to play out scenarios involving them. Themes and questions exemplified in the following table are great to build situational decisions around to get your players thinking. You may even build entire campaigns in Aysta centered around a particular moral conflict. The following table of moral conflicts are the core issues discussed and fought over in Aysta.

CONFLICT OR ISSUE - D20

- 1 **The abuse of Aysta's resources** and the destruction people are willing to cause to sate their ambitions.
- 2 **Alienation of citizens** due to the bizarre rituals and rites practiced by the cults.
- 3 **Invasive micromanagement** by the cults, to the point of encroaching on the rights of people.
- 4 **Monopolies on markets** and the consequences of them.
- 5 **Cult loyalty** demonstrated by citizens who only engage with products and media produced by a certain cult.
- 6 **Wars between the cults** through military, politics, and advertising.
- 7 **Cutthroat competition** within a cult or organization.
- 8 **The cults abusing gods** and their power for their own benefit using bargains.
- 9 **Political warfare** that polarizes entire sections of the city.
- 10 **Overuse of magic** and the arcane pollution it creates, causing living nightmares to appear.
- 11 **The morality of using souls** as fuel, especially as it is torture for them.
- 12 **Using demons** as engines and the morality of using them in that way.
- 13 **Psychopomps** and others who work with souls, and the effect it has on their sanity.
- 14 **Body modification** and the effect it has on a person psychologically.
- 15 **Living Nightmares** and other monsters; do they deserve to be hunted or are they closer to supernatural animals trying to survive?
- 16 **Soulfueled**; should constructs with emotions be allowed to rebel?
- 17 **Curses and scary stories**—should they be outlawed due to Thought Force? (see page 121)
- 18 **Civilization vs the wild**—is nature sacred? This issue is very relevant in the Overgrowth.
- 19 **Technology and spells**—are they fuel for oppression or do they solve problems?
- 20 **Order vs chaos** in Prismatic Falls—is the city better when controlled by the cults, or should each citizen have the freedom to do whatever they want?



OTHER RESOURCES

Below are some additional resources for designing missions, characters and events, which add some spice to the world while also making it feel a little more real.

GIVING THEM DEBT

An effective way to aid the player characters in forming a group is to start them with a great debt to a certain person, organization, or cult. This could be due to them failing a previous mission together, or each character may have their own individual reason. Regardless, giving them such debt grants the character an initial reason to go on a dangerous mission, whether that be for the person they are indebted to or simply get enough gems to pay their debt off.

USING RIVAL PARTIES

Using rival parties is an effective way to have a secondary antagonist during an extended mission. They could have the same goal as the player characters—aiming to complete that goal before they do, or a goal completely opposite to them—getting in their way as they push forward. Be sure to give each person in the group, especially its leader, a lot of personality. Such a rival party could show up in a variety of different missions, becoming a recurring issue the party must deal with. You can find NPCs to build rival parties out of in the next section of this chapter, Mercenaries & Monsters.

CORE NPCS

A good practice is to introduce the one or more likable non-player characters that player characters will interact with on multiple occasions. Two good examples are **fixers** and **magic item vendors**, both of which have many opportunities to talk to or be of aid to the player characters.

There are other types of characters that can take this position, and such core correspondents are great for the flow of the longer campaign. Don't be afraid to introduce multiple non-player characters of this nature until your players find one they like—assess how they respond to each character and expand on the one they enjoy interacting with the most.

FIXERS

Fixers are middlemen when it comes to large organizations hiring mercenaries, and often moonlight as information brokers. They make great non-player characters, as they are very useful to the player characters and can naturally appear repeatedly. Here are a few fixer NPCs for inspiration:

FIXERS - D4

- 1 **Aura** — an overworked nephilim with a purple, crystal eye. They always look tired. Why could they be working so hard?
- 2 **Ghost** — a nervous, heavily augmented half-elf who prefers to meet through soulspace rather than face to face. What of his true form could he be hiding?
- 3 **Blue** — an arrogant, yet likeable blue dragonborn with a knack for annoying the cults they deal with. What do they have over these cults if they're still alive?
- 4 **Slipknot** — an intense and eccentric halfling who used to explore the Overgrowth as a pathfinder and now serves as one of the best fixers for missions outside the city. Why did he retire?

MAGIC ITEM VENDORS

Magic items are easily produced, and common in Aysta. As such, there are many magic item vendors, and since the players will likely buy magic items often, making such a vendor a memorable non-player character can be fun and effective. Here are some vendor NPCs for inspiration:

MAGIC ITEM VENDORS - D4

- 1 **Bones** — A zany and offbeat eternal who is a collector and seller of ancient artifacts. They have a mysterious, and possibly criminal, past.
- 2 **Big Hob** — An overweight hobgoblin who is always able to procure the strangest magical weapons, and occasionally comes across other magic items.
- 3 **Spade** — A former archaeologist from the Scorching Frontier of the nomad race. They use their experience to locate artifacts, often being able to find specific items almost suspiciously fast.
- 4 **Sparrow** — A skyborn beastfolk who runs a family business. Their children and relatives fly around Prismatic Falls looking for magic item deals.

BACKGROUND MUSIC

Background music is an excellent way to set the mood during your games and make action scenes more exciting. Ensure you use music whenever possible, and that it suits the current scene of your game.

To go a step further, you can give your villains theme songs, or have your players select theme songs for their characters. These theme songs should be played during cool moments such as finishing blows and dramatic entrances. You may even decide to have multiple themes associated with each character, so there is a theme that fits any scenario.

CRYSTALPUNK PLAYLISTS

Crystapunk has ten of its own background music playlists, which you can find on the Plus Three Press Spotify page here: bit.ly/crystalplaylists. You can also find a QR code to the playlists on the right. Be sure to use shuffle and cross-fade for the smoothest experience. Whether you use these playlists or your own music—audio truly helps set the mood, especially in tense and exciting scenes. Be sure to give it a try!



MOVING AROUND THE CITY

As the players are moving around Prismatic Falls, you can use the tables below to add some atmosphere and play out some small events when moving between scenes.

SIGHTS, SMELLS, & SOUNDS - D10

- 1 You see half of a prosthetic leg lying on the sidewalk with its arcane crystal hastily removed.
- 2 A red mist wafts from a nearby bar and assails the noses of the party.
- 3 Faint gunfire pierces through the constant noise of the city and the rain.
- 4 A member of the party hears their favorite song being performed.
- 5 A beggar missing an arm begs for gems to replace a stolen prosthetic.
- 6 You see a neon, illusionary billboard on a building face advertising a new model of arcane firearm.
- 7 A group of raven familiars fly overhead, each holding a small metal bead containing *imbue knowledge*.
- 8 A citizen in a business suit arguing with someone through an illusory portal in front of their face.
- 9 The sloshing sounds and bright blue light from a massive pipe of raw mana traveling upwards.
- 10 A train rushes over tracks nearby, the screams of the demon inside echoing throughout the streets.

EVENTS IN THE CITY - D6

- 1 A body falls from above the players, splatting across the pavement. A Psychopomp comes to collect the remains, and asks them what happened.
- 2 A dealer on the street tries to sell arcane narcotics to the party, and will incessantly follow them if they refuse to buy anything.
- 3 A dishevelled cultist who got fired from his job drunkenly accosts the party. He may get aggressive.
- 4 A group of shady individuals begin to stealthily follow the players, planning to eventually mug them when they are away from public spaces.
- 5 A group of criminals with large bags full of gems rushes past the party. Officers from the Knight Cult follow, asking them which direction the criminals went.
- 6 A dark, amorphous Living Nightmare rushes through the wall of an abandoned building. When it is caught by the light of a *continual flame* in a streetlamp, its body disintegrates into dust. The sounds of more creatures can be heard from inside.

14-U9H	We've got a local bar owner to talk to here, another one of my kind—a soulfueled who goes by Setback. So tell me, what's business like at The Lucky Soul?
SETBACK	Business is good, and not just mine. My clientele have been receiving jobs from all over the city. If you need something done under the table, come to me—I'll know someone who can help you out.
14-U9H	So you get a lot of regulars?
SETBACK	We have a regular crowd, but we get all kinds of people rubbing shoulders; from high-ranking mobsters to young glory seekers. Of course, this leads to... 'conflicts of interest' sometimes, but I manage to keep the peace.
14-U9H	And how do you do that?
SETBACK	[cocks an arcane shotgun]

— THE RAINY REPORT WITH FOURTEEN



MERCENARIES & MONSTERS

This section provides a framework for GMs to build encounters, primarily providing stat blocks for new non-player characters and creatures. The last part of this section also goes into detail on living nightmares and provides a comprehensive ruleset for creating them.

REFLAVORING

As a GM, your primary method to build Crystalpunk encounters will be by 'reflavoring' preexisting creatures and non-player characters. This means to simply take a existing creature's capabilities and traits—its stat block, and describe it as something different. In this case, you'll be "crystalpunking" creatures; bringing them into a futuristic magitech world. There are a myriad of creatures and stat blocks available to you as a GM, both in rulebooks and online, and every single one has the possibility to work within the world of Crystalpunk.

HUMANOIDS

Humanoids serve as the primary antagonists within the city of Prismatic Falls, and many of preexisting humanoid stat blocks can easily be reflavored into the more modern environment. Two main aspect need to be considered when doing so: weapons and armor. For weapons, reflower regular melee weapons, such as swords and maces, into arcane variants, using the Crystalpunk weapons found on page 96 as examples. For ranged weaponry, bows and crossbows can be reflavored as arcane pistols, rifles, and shotguns. As for armor, replace leather

armor with leather jackets and coats, medium armor with tactical vests, and heavy armor with heavily plated assault suits.

You can find a few examples of how the preexisting humanoid stat blocks could be reflavored in Aysta below. You can find each stat block in the Nonplayer Character section of the base rules.

Commoner (CR 0). Use as an everyday citizen without any combat capabilities.

Bandit (CR 1/8). Use as a common criminal.

Cultist (CR 1/8). Use as a cult member.

Guard (CR 1/8). Use as a weaker police officer.

Noble (CR 1/8). Use as a corporate cult member.

Tribal Warrior (CR 1/8). Use as a warrior from the Overgrowth. Works well as a beastfolk.

Acolyte (CR 1/4). Use as a cult member.

Scout (CR 1/2). Use as a ranged mercenary.

Thug (CR 1/2). Use as a common thug.

Spy (CR 1). Use as an agent or criminal.

Bandit Captain (CR 2). As a tougher criminal.

Berserker (CR 2). Use as a strong, offensive brute.

Cult Fanatic (CR 2). Use as a high tier cult member.

Druid (CR 2). Use as a farmer or outsider.

Priest (CR 2). Use as a higher tier cult member.

Knight (CR 3). Use as a knight from the Shattered Empire or as a heavily armored street warrior.

Veteran (CR 3). Use as a powerful mercenary or martial combatant for any other purpose.

Gladiator (CR 5). Use as an extremely strong mercenary or martial combatant for any other purpose.

Mage (CR 6). Use as a powerful mage.

Assassin (CR 8). Use as an extremely powerful criminal or roguish combatant for any other purpose.

Archmage (CR 12). Use as an astoundingly powerful mage, one of the most powerful in the city.

MONSTERS

The other categories of creatures, "monsters"—often occupy their traditional roles within the world, without much reflavoring required. There are many opportunities to use monsters outside of their original context, however, and the list below details how each monster type can be used in the world of Crystalpunk.

Aberrations. Aberrations can be used as either nightmares from the void or as extraplanar entities, as well as aberrant denizens of the Material Plane. Some that have high intelligence may also reside within the city, and could be in influential positions.

Celestials. Divine creatures can be used as summoned guardians for the cults and may also reside within the city in influential positions.

Constructs. Many constructs, such as flying swords, animated armor, shield guardians, and golems, can be used as soulfueled sentry robots.

Dragons & Giants. These legendary creatures are in influential positions within the city and may also appear in secluded locations outside of it.

Elementals & Oozes. These exotic creatures may appear in the mines of Prismatic Falls and in other magically active and uninhabited locations.

Fey & Plants. These creatures reside in the Overgrowth and can be used there.

Fiends. Infernal creatures can be used as summoned guardians for the cults and as nightmares from the void.

Monstrosities & Beasts. These creatures can be used as exotic pets and guard animals for the rich in the city, and might also appear in the wild in locations such as the Overgrowth.

Undead. Undead can be used as corpses risen from the magical pollution of Soul Batteries, located in the wastes just outside the Falls.

NON-PLAYER CHARACTERS

This section provides a variety of different non-player character stat blocks to use in your games. Each can be used in a variety of different scenarios, though they each have defined roles.

SUBTYPES

Many of the following stat blocks have subtypes, which alter the creatures capabilities and allow you as a GM to customize the stat block to fit particular types of non-player characters. Before using such stat blocks, be sure to choose a subtype out of those provided in that stat block's Subtype trait.

CUSTOMISING NPCs

As a GM, feel free to customize these stat blocks to fit specific non-player characters. You can grant them racial traits, swap spells, swap armor types, swap weapons, and grant them magic items. If significant enough changes are made that would increase or decrease the stat block's challenge rating, be sure to do so as necessary.

MERCENARIES

The four provided mercenaries—Lackey, Hired Gun, Street Warrior, and Augmented, serve as generic freelancers and are able to be fit into a variety of different scenarios. Feel free to use these stat blocks for any martial-oriented non-player character, whether they be for a criminal, a cult member, or a simple mercenary.

14-U9H	I have with me a representative of the Contractor, Lericius Gandar. Tell me, what is it like having a dragon for a boss?
GANDAR	Well, you have to watch out, because they see everything! (Chuckles) It's so strange to think that dragons used to be called monsters when they're smarter than most of us, and surprisingly organized. Just don't call the Contractor's gold pit a hoard—the Fraxxis' are very touchy about that.
14-U9H	I imagine irritating your dragon boss would be an unwise idea.
GANDAR	Let's just say some unfortunate workers get fired, but they're luckier than the ones who get fired.

— THE RAINY REPORT WITH FOURTEEN

LAW ENFORCEMENT

The two provided law enforcement stat blocks—officer and sergeant, serve as the defenders of the law in Prismatic Falls and will most often be affiliated with the Cult of the Knight. In situations where stronger opposition is needed, feel free to use stat blocks from the Mercenary or Spellcasting Adept section as law enforcement instead.

SPELLCASTING ADEPTS

The three provided spellcasting adepts—Spiritualist, Arcanist, and Cult Executive, represent the various combat-trained spellcasters of Prismatic Falls. Each can fit into a variety of different scenarios.

MANA TECHNICIANS

The two provided Mana Technicians—Manaworker and Psychopomp, represent the arcane workers of Prismatic Falls. These workers, commonly referred to as Manateks, use large magical prosthetics to convert mana into spells. You can learn more about them on page 129.

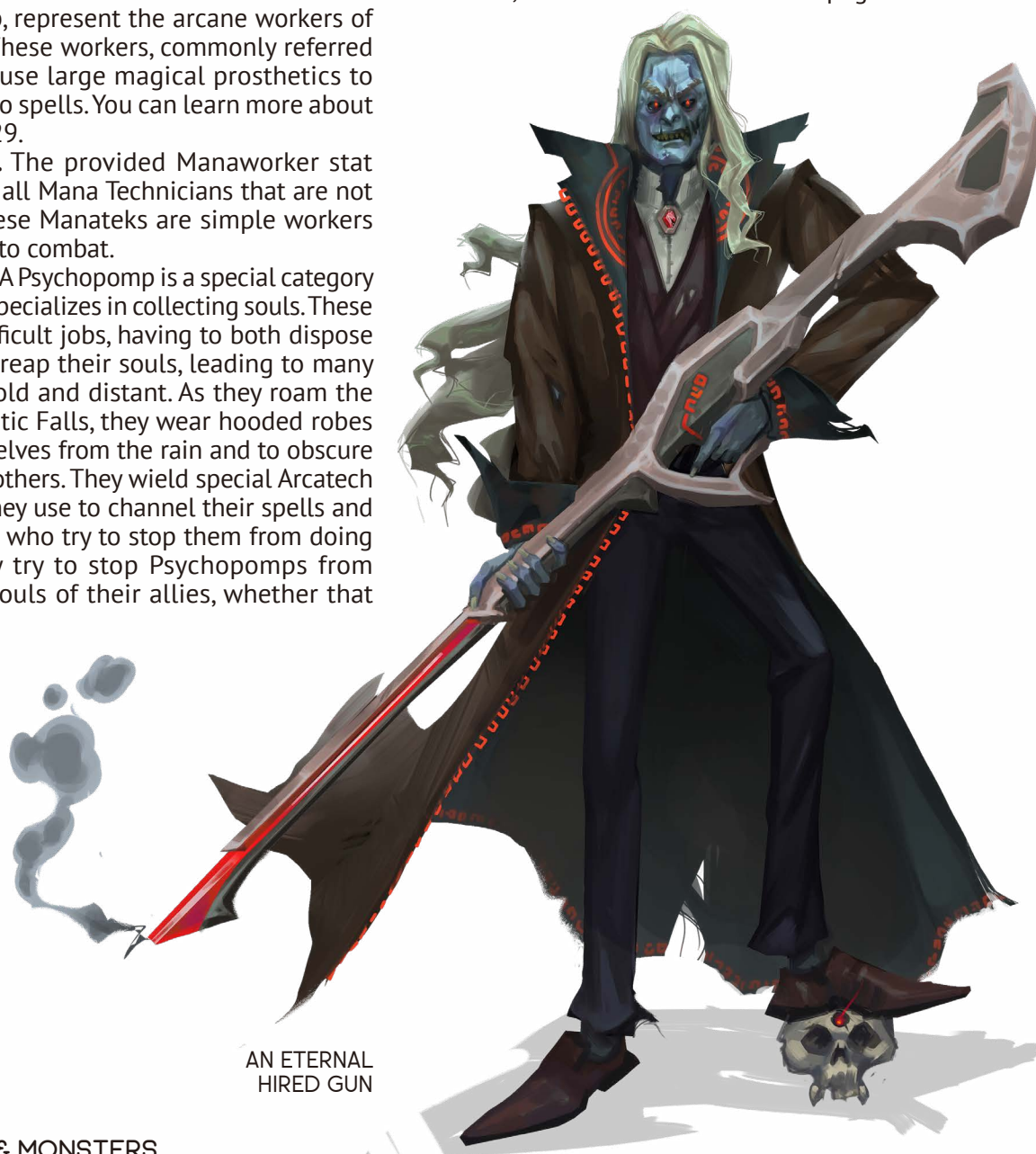
Manaworkers. The provided Manaworker stat block represents all Mana Technicians that are not Psychopomps. These Manateks are simple workers who rarely get into combat.

Psychopomps. A Psychopomp is a special category of Manatek that specializes in collecting souls. These workers have difficult jobs, having to both dispose of the dead and reap their souls, leading to many of them being cold and distant. As they roam the streets of Prismatic Falls, they wear hooded robes to protect themselves from the rain and to obscure their faces from others. They wield special Arcatech Scythes, which they use to channel their spells and to fend off those who try to stop them from doing their jobs. Many try to stop Psychopomps from harvesting the souls of their allies, whether that

be after a brutal fight in the city or after a relative dies of old age. Psychopomps are a grim reminder of mortality in Prismatic Falls and the souls that are used to fuel the city, and there are few that take to them kindly.

SOULFUELED

The two provided soulfueled—Soul Sentry and Infernal Juggernaut, represent two different tiers of arcane construct combatants, the former powered by a simple soul, and the latter powered by a large demon. These often serve as guards and are mostly used to defend important locations or people. They come in a variety of different forms, such as a humanoid robot, a robotic guard dog, or a drone-style construct. Note that soulfueled are not mindless robots—the souls that fuel them allow them to have emotion and consciousness. For more on that, see the soulfueled race on page 38.



AN ETERNAL
HIRED GUN

MERCENARIES

LACKEY

CR 1

Medium humanoid (any race)

(200 XP, PB +2)

AC	13	(Leather Jacket)	STR	DEX	CON	INT	WIS	CHA
HP	33	(6d8 + 6)	+2	+1	+1	0	0	+1
SP	30ft		15	13	12	10	10	12

Skills. Athletics +4, Intimidation +3, Streetwise +4

Senses. Passive Perception 10 | **Languages.** Common

Subtype. Choose Punk or Gangster.

Mock (Punk Only). As a bonus action, the lackey insults a creature that can hear and understand it. The target must succeed on a DC 11 Wisdom saving throw or have disadvantage on the next attack roll it makes until the end of its next turn.

Pack Tactics (Gangster Only). The lackey has advantage on an attack roll against a creature if at least one of the lackey's allies is within 5 feet of the creature and the ally isn't incapacitated.

ACTIONS

>> **Multiattack.** It makes two attacks.

Kick (Melee, 5ft). +4 to hit. | **1d4 + 2** (4) bludgeoning. If the target is medium or smaller, it must succeed on a DC 12 Strength saving throw or be knocked prone.

Spiked Bat (Melee, 5ft). +4 to hit. | **1d6 + 2** (5) piercing.

Chain (Melee, 10ft). +4 to hit. | **1d4 + 2** (4) piercing.

Pistol (Ranged, 30/120ft). +3 to hit | **1d4 + 1** (3) piercing.

HIRED GUN

CR 2

Medium humanoid (any race)

(450 XP, PB +2)

AC	15	(Leather Jacket)	STR	DEX	CON	INT	WIS	CHA
HP	38	(7d8 + 7)	+2	+3	+1	0	+1	0
SP	30ft		14	16	12	10	12	10

Skills. Insight +3, Perception +3, Stealth +5

Senses. Passive Perception 13

Languages. Common and any one other

Subtype. Choose Gunslinger, Agent, or Bodyguard.

Quickdraw (Gunslinger only). The hired gun has advantage on initiative rolls. Additionally, on its first turn, its ranged attacks have advantage and the first blaster attack it hits deals an extra **2d6** (7) damage.

Cunning (Agent only). The hired gun can use a bonus action to take the dash or disengage action.

ACTIONS

>> **Multiattack.** It makes two blade or blaster attacks, or three of those attacks if it is of the **Agent** subtype.

Blade (Melee, 5ft). +4 to hit. | **1d8 + 2** (6) slashing.

Blaster (Ranged, 30/120ft). +5 to hit. | **1d6 + 3** (6) piercing.

Arcane Explosive (1/day). It lobbs an arcane explosive at a point within 60 feet of it. Each target in a 10-foot-radius sphere centered on that point must make a DC 12 Dexterity saving throw, taking **3d6** (10) force damage on a failed save, or half as much on a successful one.

REACTIONS

Intercept (Bodyguard Only). The hired gun reduces the damage of a melee attack that hits it or an ally within 5 feet by **1d6 + 2** (5). If the attack targeted an ally, the hired gun takes any remaining damage instead.

STREET WARRIOR

CR 4

Medium humanoid (any race)

(1100 XP, PB +2)

AC	16	(Tactical Vest)	STR	DEX	CON	INT	WIS	CHA
HP	90	(12d8 + 36)	+4	+2	+3	0	+1	0
SP	30ft		18	14	16	10	12	10

Saves. Strength +6, Con +5, Wis +3

Skills. Athletics +6, Intimidation +2, Streetwise +3

Senses. Passive Perception 11 | **Languages.** Common

Subtype. Choose Samurai or Brute.

Aggressive. As a bonus action, the warrior can move up to its speed towards a hostile creature that it can see.

ACTIONS

>> **Multiattack.** It makes two blade or hammer attacks.

Blade (Samurai only) (Melee, 5ft). +6 to hit. | **3d4 + 4** (11) slashing.

Hammer (Brute only) (Melee, 5ft). +6 to hit. | **1d10 + 4** (9) bludgeoning. If the target is large or smaller, the warrior can move the target up to 5 feet in any direction.

Arcane Cannon (Brute only, 1/day) It fires a cannon. Each target in a 15-foot cone must make a DC 14 Dexterity saving throw, taking **5d6** (17) bludgeoning damage on a failed save, or half as much on a successful one.

REACTIONS

Deflect (Samurai Only). The warrior adds 3 to its AC against one attack that would hit it. If this reaction causes a ranged attack to miss, the warrior can cause the attack to instead target another creature within 30 feet that it can see, using the original attack roll.

AUGMENTED

CR 5

Medium humanoid (any race)

(1800 XP, PB +3)

AC	17	(Exterior Augment)	STR	DEX	CON	INT	WIS	CHA
HP	119	(14d8 + 56)	+4	+2	+4	+1	0	-1
SP	40ft	+ climb 30ft	18	14	18	12	10	8

Saves. Con +7, Cha +2

Skills. Athletics +7, Intimidation +5, Medicine +2

Senses. Darkvision 60 ft., passive Perception 10

Languages. Common and any one other

Metabolic Ignition (Recharge 3–6). As a bonus action, the augmented empowers itself this turn. The next attack it hits this turn deals twice as much damage.

Upgraded. The augmented has any one Upgrade from the evolutionist class (see page 72), ignoring prerequisites. By default, the upgrade is *Terrifying Form*, which grants it advantage on Charisma (Intimidation) checks.

Undying. If damage reduces the augmented to 0 hit points, it must make a Constitution saving throw with a DC of 5 + the damage taken, unless the damage is psychic or from a critical hit. On a success, the augmented drops to 1 hit point instead and the creature that dealt that damage must succeed on a DC 13 Wisdom saving throw or be frightened of the augmented until the end of their next turn.

ACTIONS

>> **Multiattack.** It makes two attacks.

Augmented Strike (Melee, 5ft). +7 to hit. | **1d10 + 4** (9) bludgeoning, piercing, or slashing, as appropriate.

Integrated Blaster (Ranged, 60/240ft). +5 to hit. | **1d10 + 2** (7) piercing.

LAW ENFORCEMENT

OFFICER

Medium humanoid (any race)

CR 1

(200 XP, PB +2)

AC	13	(Officer Uniform)	STR	DEX	CON	INT	WIS	CHA
HP	27	(5d8 + 5)	+2	+2	+1	0	+2	0
SP	30ft		14	14	12	10	14	10

Skills. Perception +4, Insight +4, Investigation +4

Senses. Passive Perception 14 | **Languages.** Common

Subtype. Choose Patrol, Medic, or Detective.

Shock Baton (Patrol only). As a bonus action, the officer can infuse electrifying magic into their baton. The next baton attack that the officer hits this turn deals an extra **1d6** (3) lightning damage.

Combat Healing (Medic only, 3/day). As a bonus action, the officer can choose a creature they can see within 60 feet and have them regain **1d4 + 2** (4) hit points.

Insightful (Detective only). As a bonus action, the officer can make a Wisdom (Insight) check contested against a creature's Charisma (Deception) check that it can see and that isn't incapacitated. If it succeeds, the next attack that the officer makes against that creature has advantage.

ACTIONS

>> **Multiattack.** It makes two attacks.

Baton (Melee, 5ft). **+4** to hit. | **1d6 + 2** (5) bludgeoning.

Pistol (Ranged, 30/120ft) **+4** to hit | **1d6 + 2** (5) piercing.

14-U9H | Two women were seen fleeing the scene of the Contractor's Moneylender building in the North Sector, they were riding an arcane cycle and one of them is believed to be a bard. The facility collapsed after a magical detonation was triggered in its foundations, and this occurred simultaneously to the riots sweeping our dear city's Core.

The Core has suffered mass casualties, with looting and fights breaking out across the sector. The Handmaiden's Evergreen Tree burns as we speak, but Contractor's temple still stands. Rest assured we will recover, the fire will be extinguished, we will get through t-

[An ear-splitting boom rips through the recording room, and the door slams into the opposite wall. Masked fighters with synthetic tiefling horns rush to attack Fourteen.]

[channel senses ends]

— THE RAINY REPORT WITH FOURTEEN

SERGEANT

Medium humanoid (any race)

CR 3

(700 XP, PB +2)

AC	14	(Sergeant Uniform)	STR	DEX	CON	INT	WIS	CHA
HP	58	(9d8 + 18)	+3	+2	+2	0	+2	+2
SP	30ft		16	14	14	11	15	14

Skills. Perception +6, Insight +6, Investigation +2

Senses. Passive Perception 16

Languages. Common and any one other

Subtype. Choose Enforcer or Apprehender.

Leader (Enforcer only). Each of the sergeant's allies have advantage on melee attack rolls against creatures within 5 feet of the sergeant that are hostile towards it.

Spellcasting (Enforcer only | DC 12). It is a 3rd-level spellcaster (CHA) with the following spells prepared:

1st-level (3 slots): hunter's mark, compelled duel, shield of faith

Steadfast (Apprehender only). The sergeant has advantage on saving throws against being charmed or frightened.

Spellcasting (Apprehender only | DC 12). It is a 3rd-level spellcaster (WIS) with the following spells prepared:

Cantrips (at will): sacred flame, light, spare the dying

1st-level (4 slots): command, bane, detect evil and good

2nd-level (2 slots): hold person, zone of truth

ACTIONS

>> **Multiattack.** It makes two baton or rifle attacks.

Baton (Melee, 5ft). **+5** to hit. | **1d6 + 3** (6) bludgeoning.

Rifle (Ranged, 80/320ft). **+4** to hit | **1d8 + 2** (6) piercing.

Antimagic Explosive (1/day). It lobbs an antimagic explosive at a point within 60 feet of it. Each target in a 10-foot-radius sphere centered on that point must make a DC 12 Dexterity saving throw, taking **3d6** (10) lightning damage on a failed save, or half as much on a successful one. On a failed save, a creature is also unable to cast spells or use magic items until the end of their next turn.

SPIRITUALIST

Medium humanoid (any race)

CR 3
(700 XP, PB +2)

AC	14	(Mystical Defense)	STR	DEX	CON	INT	WIS	CHA
HP	44	(8d8 + 8)	0	+1	+1	+1	+3	0
SP	30ft		10	13	12	12	17	10

Saves. Wis +5, Cha +2

Skills. Insight +5, Perception +5, Religion +3

Senses. Passive Perception 15 | **Languages.** Common

Spectral Sight. The spiritualist can see the souls of creatures, even behind walls, so long as they are not behind more than 1 foot of material or invisible.

Spellcasting (DC 13 | +5 Attack Mod). It is an 8th-level spellcaster (WIS) that knows the following spells:

Cantrips (at will): eldritch blast, light, thaumaturgy
1st-level (4 slots): guiding bolt, command, heroism
2nd-level (3 slots): blur, augury, lesser restoration

ACTIONS

Knife (Melee, 5ft). +3 to hit. | **1d4 + 1** (3) piercing.

Soul Surge (1/day). Each creature of its choice within 30 feet of it must make a DC 13 Dexterity saving throw, taking **3d10 + 8** (24) force damage on a failure, and half as much on a success. The spiritualist can then restore **2d10 + 8** (19) hit points among creatures it can see within 30 feet of it, which can include itself.

ARCANIST

Medium humanoid (any race)

CR 5
(1800 XP, PB +3)

AC	13	(Mage Armor)	STR	DEX	CON	INT	WIS	CHA
HP	38	(7d8 + 7)	-1	0	+1	+3	+2	0
SP	30ft		8	11	12	17	15	11

Saves. Int +6, Wis +5

Skills. Arcana +6, Insight +5, Perception +5

Senses. Passive Perception 15

Languages. Common and any three other

Subtype. Choose Demolitionist, Tactical, or Techie

Pyromania (Demolitionist Only). When the arcanist casts a spell that deals fire damage on its turn, it can add **1d8** (5) to one of the spell's damage rolls.

Camouflage (Tactical Only). After the arcanist casts a spell using an action, it can magically turn invisible until its concentration ends (as if concentrating on a spell). Any equipment it wears or carries is invisible with it.

Arcane Shielding (Techie Only). After the arcanist casts a spell with a casting time of 1 reaction, it gains **2d10 + 6** (17) temporary hit points, which last for the next minute.

Spellcasting (DC 14 | +6 Attack Mod). It is a 7th-level spellcaster (INT) with the following spells prepared:

Cantrips (at will): fire bolt, mage hand, prestidigitation
1st-level (4 slots): mage armor*, magic missile, shield
2nd-level (3 slots): misty step, invisibility
3rd-level (3 slots): lightning bolt, counterspell
4th-level (1 slot): ice storm

*cast on itself before combat, consuming the spell slot.

Its subtype also grants it some extra spells prepared:

Demolitionist: fireball (3rd), wall of fire (4th)
Tactical: slow (3rd), phantasmal killer (4th)
Techie: hellish rebuke (1st), fire shield (4th)

ACTIONS

Knife (Melee, 5ft). +3 to hit. | **1d4** (2) piercing.

SPELLCASTING ADEPTS



CULT EXECUTIVE

Medium humanoid (any race)

CR 6
(2300 XP, PB +3)

AC	15	(Thick Coat)	STR	DEX	CON	INT	WIS	CHA
HP	58	(9d8 + 18)	-1	+2	+2	0	+4	+2
SP	30ft		8	14	14	11	18	15

Saves. Wis +7, Cha +5

Skills. Deception +5, Religion +4, Insight +7

Senses. Passive Perception 14

Languages. Common and any two other

Subtype. Choose Corporate, Celebrity, or Priest.

Divine Domination. When the cult executive casts a spell that attempts to a charm creatures, the targets cannot gain advantage on their saving throw to resist the spell, even if the cult executive is fighting them.

Frightful Aura (Corporate Only). When the cult executive starts its first turn in combat, it can have each creature of its choice within 120 feet make a DC 15 Wisdom saving throw. On a failure, a creature is frightened for 1 minute. A creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

Captivating Aura (Celebrity Only). When a creature comes within 10 feet of the cult executive or starts their turn within that range, the cult executive can use its reaction to have the target make a DC 15 Wisdom saving throw. On a failure, they are charmed by the cult executive until the start of their next turn.

Holy Aura (Priest Only). After the cult executive casts a spell of 1st-level or higher, it can have one creature it can see within 30 feet regain **1d8 + 4** (8) hit points.

Spellcasting (DC 15 | +7 Attack Mod). It is a 9th-level spellcaster (WIS) with the following spells prepared:

Cantrips (at will): sacred flame, light, thaumaturgy
1st-level (4 slots): command, guiding bolt
2nd-level (3 slots): spiritual weapon, hold person, augury
3rd-level (3 slots): spirit guardians, remove curse
4th-level (3 slots): guardian of faith, death ward*
5th-level (1 slot): dominate person

*cast on itself before combat, consuming the spell slot.

Its subtype also grants it some extra spells prepared:

Corporate: binding contract †(2nd), fear (3rd)
Celebrity: charm person (1st), suggestion (2nd)
Priest: mass healing word (3rd), flame strike (5th)

† a new Crystalpunk spell, see page 108.

ACTIONS

Scepter (Melee, 5ft). +1 to hit. | **1d10 - 1** (4) bludgeoning.



A PSYCHOPOMP AND
THEIR RAVEN FAMILIAR

MANA TECHNICIANS

MANAWORKER

Medium humanoid (any race)

CR **1 1/2**
(100 XP, PB +2)

AC 12	(Leather Jacket)	STR	DEX	CON	INT	WIS	CHA
HP 27	(5d8 + 5)	0	0	+1	+2	+1	+1
SP 30ft		10	11	12	14	13	11

Skills. Arcana + 3

Senses. Passive Perception 11

Languages. Common and any two others

Magical Exposure. The worker has advantage on saving throws against spells and magical effects.

Mana Technician (DC 12 | 300 gp of mana). The worker can cast the following spells as rituals using raw magic, spending raw mana as noted in gp:

Cantrips (at will): mending, prestidigitation, guidance

Rituals: find familiar (10 gp), minor telekinesis* (10 gp), break/repair* (10 gp), levitate (40 gp), stasis* (40 gp)

*a new Crystalpunk spell, see page 106

This set of spells is for a generic construction worker. The worker may know a different set of spells based on its profession—see the Spellworker background on page 93 for a table of specialties and associated spells.

ACTIONS

Chromatic Bolt (Ranged, 90ft). +4 to hit. | **1d10 + 2** (7) acid, cold, fire, lightning, poison, or thunder (its choice).

Knife (Melee, 5ft). +2 to hit. | **1d4** (2) piercing.

PSYCHOPOMP

Medium humanoid (any race)

CR **2**
(450 XP, PB +2)

AC 14	(Thick Robes)	STR	DEX	CON	INT	WIS	CHA
HP 33	(6d8 + 6)	+3	+1	+1	+3	+2	-1
SP 30ft		16	13	13	16	14	9

Saves. Wisdom +4, Charisma +3

Skills. Perception +4, Stealth +2, Intimidation +3

Senses. Passive Perception 14

Languages. Common and any one other

Magical Exposure. The psychopomp has advantage on saving throws against spells and magical effects.

Mana Technician (DC 13 | +5 Attack Mod | 300 gp of mana). The psychopomp can cast the following spells as rituals using raw magic, spending raw mana as noted in gp.

Cantrips (at will): chill touch (2d8), spare the dying

Rituals: find familiar (10 gp), lesser restoration (40 gp), capture soul* (80 gp)

*a new Crystalpunk spell, see page 106

ACTIONS

>> **Multiattack.** It makes two attacks.

Scythe (Melee, 10ft). +5 to hit. | **1d10 + 3** (8) piercing.

Mana Chain (Ranged, 30ft). +5 to hit. | **1d6 + 3** (6) bludgeoning and the target is pulled until they are within 10 feet of the psychopomp. Also, they are grappled (escape DC 13). Until this grapple ends, the target is restrained, and the psychopomp can't mana chain another target.

SOULFUELED

SOUL SENTRY

Medium construct (soulfueled)

CR 3
(700 XP, PB +2)

AC 16 (Steel Plating) STR DEX CON INT WIS CHA
HP 52 (8d8 + 16) +1 +3 +2 0 +1 0
SP 30ft + fly 40 ft (Air only) 13 16 14 11 13 10

Skills. Perception +3 | **Immunities.** Poison, poisoned
Senses. Darkvision 60 ft., passive Perception 13
Languages. Common

Subtype. Choose Airborne, Juggernaut, or Artillery.

Arcane Thrusters (Airborne Only). The sentry has a flying speed of 40 feet.

Swift Repairs (Juggernaut Only). As a bonus action, the sentry can regain **2d8 + 2** (11) hit points. The sentry can't use this bonus action if it took lightning damage since the end of its last turn.

ACTIONS

>> **Multiattack.** It makes two rend or blaster attacks.

Rend (Melee, 5ft). **+5** to hit. | **1d10 + 3** (8) slashing.

Blaster (Ranged, 80/320ft). **+5** to hit. | **1d10 + 3** (8) piercing.

Mana Cannon (Artillery Only, Recharge 5–6) The sentry unleashes a burst of mana in line 30 feet long and 5 feet wide. Each target in that line must make a DC 12 Dexterity saving throw, taking **4d10** (22) force damage on a failed save, or half as much on a successful one.

INFERNAL COLOSSUS

Huge construct (soulfueled)

CR 8
(3900 XP, PB +3)

AC 18 (Armored Plating) STR DEX CON INT WIS CHA
HP 126 (11d12 + 55) +6 -1 +5 0 +2 -1
SP 30ft 22 8 20 11 15 8

Saves. Str +8, Con +7, Wis +5

Immunities. Fire, poison, poisoned

Senses. Darkvision 120 ft., passive Perception 12

Languages. Common

Immutable Form. The colossus is immune to any spell or effect that would alter its form.

Magic Resistance. The colossus has advantage on saving throws against spells and magical effects.

Infernal Engine. The colossus holds a captured fiend of CR 8 or less (often a **Vrock** or **Barbed Devil**), which powers it. If the colossus drops to 0 hit points, the fiend escapes with **2d10** (11) hit points remaining in a space within 5 feet.

ACTIONS

>> **Multiattack.** It makes two integrated demolisher attacks.

Integrated Demolisher (Melee, 5ft). **+9** to hit. | **2d10 + 6** (17) bludgeoning or slashing (its choice).

Flame Cannon (Ranged, 30/120ft). **+8** to hit. | **4d12 + 5** (31) fire, and the target is pushed 10 feet backwards.

Overload (Recharge 5–6). The colossus releases intense power from the fiend within it, dealing **2d6** (7) force damage to itself. Then, each target within 10 feet of the colossus must make a DC 16 Dexterity saving throw, taking **8d6** (28) fire damage on a failed save, or half as much on a successful one.



14-U9H | [Fourteen fades into view, standing in silence as *channel senses* viewers connect in. His normal office is replaced by a nondescript black room, and his left arm is noticeably off-color.]

We have faced inexplicable, unneeded tragedy over the past few days. The Evergreen Tree has been damaged. It is healing and alive but irreparably hurt. Kingmaker gangs have faced mass casualties, Contractor operations have been halted, and Knight facilities have been looted and are in shambles. Even I, alone as I talk to you, have been brought into this conflict.

After the events of our last arcanocast, I have been repaired and made better. My arm is now whole, and constructed of mana-infused metal. My eyes have been replaced, I can see farther than before. And a new soul has been inserted to refuel my drained mana pipes. I am told it's from a hyenafolk, ha.

Even as Prismatic Falls recovers, I'm sure we can have a fun and entertaining time. There's always an opportunity for a good laugh. haha...HAHA...HAHAHAHAHAH!

– THE RAINY REPORT WITH FOURTEEN



LIVING NIGHTMARES

Prismatic Falls is a magical place; too magical—with each spell cast, arcane device used, and Soul Battery drained, the fabric of reality tears a little more, opening holes to the part of the Astral Plane known only as the void. Creatures manifest from this void, taking the form and shape of the fears, doubts, and bad dreams of those in the city, terrorizing citizens and causing utter chaos. These anomalies are known as living nightmares.

Living nightmares often have reality bending powers, and will gradually increase in strength or propagate when left unchecked. The extent to which they can affect the Material Plane is unknown, but as the public's fear of them increases, so does their power. This section provides advice and inspiration for creating stories revolving around living nightmares, as well as a ruleset for creating them in all their terrifying glory. For more details on the cosmological mechanics behind living nightmares, see the Thought Force section on page 121.

THE NIGHTMARE FOUNDATION

The Nightmare Foundation is Prismatic Falls' primary defense against the living nightmare threat, and they maintain equal relations with all cults. The organization both deploys their own operatives—called sentinels—and assigns

missions to willing third parties. It is said they have a central hub in the North-West Sector, however its exact location is unknown. Sentinels don't divulge information about their training nor what they know about the nightmares, but they can be easily identified by their spider-like insignia. There are other agencies in the city who fulfill a similar role and compete for missions, but the Nightmare Foundation is the largest, and most famous of them all.

Very little is known about the inner workings of the Nightmare Foundation. Their external contact is carried out through soulfueled intermediaries, who both dispense missions and issue rewards. All other information is confidential to the point where even their soulfueled agents don't know—they only receive the missions.



FOUNDATION
INSIGNIA

CREATING NIGHTMARE MISSIONS

Missions involving nightmares typically follow a mystery format—where the players gradually piece together the characteristics, mannerisms and location(s) of the monster—or a rapid response format, where there is a significant threat that must be neutralized before it becomes too powerful. Nightmare missions are terrifying; they are about overcoming a cosmic threat that causes instinctual, visceral reactions in the players and the relief of victory when the monster is gone and the nightmare is over.

TYPES OF MISSIONS

The Nightmare Foundation and other similar organizations always have an imminent danger to deal with, as living nightmares and the chaos they cause are so common throughout the city. These types of missions are often referred to as **Haunts**. Here are some types of haunts the foundation and other organizations offer:

Investigate. Investigate the nightmare and learn as much as possible about it and its behavior.

Kill. Find and exterminate the nightmare.

Contain. Find and contain the nightmare.

Rescue. Rescue an agent, sentinel, or some other important figure that has been captured by a nightmare.

Experiment. Perform an experiment involving a specific nightmare to learn more about it.

AN UNEXPECTED FOE

A living nightmare may unusually appear in unrelated missions, especially those that involve the use of powerful magic. In these cases, the scenario changes to escape, kill the nightmare... or die. These are often the most terrifying scenarios, but the lack of preparation also means there is a lack of developed tension as the team gradually gets to understand the nightmare. Regardless, this is an effective way to generate encounters, as a nightmare could drop anywhere in the city, at any point in a story. You could also have a monster of slowly increasing power stalk the players, reappearing at the best or the worst of times.

FEAR OF THE UNKNOWN

The golden rule for making a nightmare terrifying for the players is to **reveal as little as possible about it at every stage**. Show the players only the state of its victims or the remnants of locations where the nightmare was sighted. Have others tell detailed stories about it—describing it with only one sense, sound and smell often working well, or describe a particular aspect of it in incredible detail and leave out everything else. Compare its form or behavior to common fears, and exaggerate its power as much as possible. Even if the characters see the nightmare themselves, describe as little as possible; let your player's imaginations do the work for you.

SOLVING THE MYSTERY

An effective story revolving around a living nightmare is a mystery, one where the players must follow a path of clues to try to track down the nightmare. This type of story is great for building the nightmare up to be something powerful and scary, allowing you to show its powers and behavior in the victims and clues that your players find.

A Haunt usually has the players looking through rumors and old legends, new legends, bar stories and similar, to garner what people believe of the nightmare,

as well as the recent sightings and victims. They'll investigate not only what exists, but what people believe exists, because these beliefs can easily become real. If the players do find the nightmare, note that they **do not** need to figure out how or why the nightmare functions for the story to be complete. Often, keeping it ambiguous makes for scarier conclusions, especially when the nightmare has reality bending powers.

HAUNTED LOCATIONS

Some nightmares infest entire locations, warping reality within the bounds of the space, be it deep hole in the ground, alleyway, shop, district, or the entire city. These nightmares function as separate dimensions rather than just a single creature, and create mind-bending dungeons right in the middle of Prismatic Falls. This is made even more dangerous because there is often little indication that one has entered a haunted location, and once they find evidence, it's often too late for easy escape.

One commonly known haunted location are the spirit towers scattered throughout the Wastes. These house enormous quantities of Soul Batteries, and are placed in remote locations as their intense magical presence often causes dangerous rifts to open in their vicinity. It is necessary for sentinels to regularly brave the spirit towers to both deliver and extract Soul Batteries from their storages.

Below are some creepy effects to grant to haunted locations. Use the examples below directly, or for inspiration.

HAUNTED LOCATION TRAITS - D12

- 1 The entrance disappears behind you.
- 2 The smell of burning hair and old blood surrounds you; it's inescapable.
- 3 Hallways seem to go on forever.
- 4 You trip over nothing, are blocked by an invisible wall, or step on a solid structure that doesn't exist.
- 5 You're bombarded by an ear-splitting screech. This occurs at random intervals while you are within the location.
- 6 Structures become twisted and warped the closer to the location's center you are.
- 7 You feel a hand on your shoulder, a breath on your ear, or a knife through your gut. When you turn around, the sensation goes away and there's nobody there.
- 8 Every time you enter a new space, the same distinctive object is there. When you leave and return, it's gone.
- 9 You hear your teammates crying out for help, but they're beside you... aren't they?
- 10 Several nearby structures instantaneously catch fire, douse themselves, and catch fire again. Your eyes start to strain.
- 11 Your weapon turns into a snake and back again.
- 12 Random objects fly rapidly towards your face, when they hit you they disappear.

ENTERING THE VOID

To enter the void is to enter a place where your deepest fears and nightmares try to tear you apart. Some monsters will drag people into the void to toy with their meal, forcing others from the Foundation to either send in a rescue team, or simply leave the victim for dead. Entrances to the void look like pitch-black darkness in the real world, and moving inside is like moving into a shadow. They are created by living nightmares and usually only last brief periods of time.

While the void itself is known to be an entire dimension, it only appears within Prismatic Falls as small pockets of 50 to 100 square feet, and are usually only occupied by one nightmare at a time. In rare cases multiple voids combine, forcing several nightmares to cohabitate. Unlike haunted locations, a humanoid will immediately know when they enter a void due to the loss of vision, as each creature can only see a maximum of 30 feet in any direction. This is the same for creatures with blindsight or truesight. Voids form as a clone of the adjacent location in the real world, and seem like a night-time, empty space to any humanoid trapped within them. It is possible for creatures to accidentally enter the void through pockets of dead space in the real-world area the void is mimicking.

When a creature enters the void, they must succeed on a DC15 Wisdom saving throw or become frightened for the next hour, as their greatest fears manifest in the space around them. During the first hour, a frightened creature can repeat the saving throw every 10 minutes, ending the condition on a success. After spending an hour in the void, a creature becomes frightened if they aren't already, and the frightened condition on them becomes permanent until they leave the void. At the 2 hour mark, a frightened creature inside the void dies, as their mind caves in from fear.

Creatures other than the living nightmare can only exit the void by finding the point in which it connects to the real world, which is extremely difficult while inside, or by killing the void's host nightmare. The latter collapses the void and banishes all occupants outside.

NIGHTMARES & THOUGHT FORCE

Nightmares are born by the phenomenon of Thought Force, as the representation of the most collective fears in the city. For more information on Thought Force, see page 121.

Living nightmares are primarily born when magic is overused, entering the world through the rifts created by the strain magic causes on the Ethereal Plane. Their overwhelming presence in Prismatic Falls has given credence to those protesting the

widespread use of magic and the cult's rule of the city. However, the cults are more than willing to fund nightmare-killing enterprises to protect their magic-fueled lifestyles. In recent years, they have also attempted to shift general belief away from the idea that magic-use is causing nightmare spawns, and towards that a lack of belief in the cult religions is causing the gods to create monstrosities in the name of divine retribution. So far, this has not been successful and for every spell cast, the border between worlds, the border between thought and reality, grows weaker.

The primary concern of the Nightmare Foundation, and similar businesses, is the prevention of widespread rumors. To help, hoping to prevent a change in a nightmare's abilities, the naming of these horrors is forbidden.

CREATING LIVING NIGHTMARES

To create a living nightmare, use the stat blocks and tables on the following pages. First, choose one of the nightmare stat blocks; **Minor**, **Medium**, **Major**, **Colossal**, or **Armageddon**. This choice only affects the power (challenge rating) of the nightmare. Second, grant that nightmare combat traits by spending Void Points (VP) on the **Nightmare Combat Traits** table. You can choose from the provided options or roll on the table to generate them randomly. The amount of Void Points you can spend for the nightmare noted in the stat block you chose, in its 'Born from the Void' trait. This trait also notes a Void DC—Use this DC for any saving throw the monster forces upon a creature from a Combat Trait.

You can then optionally adjust the nightmare further by using the modifications found on the **Nightmare Adjustments** table. These adjustments do not cost VP, and it is recommended that only a maximum of three are chosen. If the nightmare has Legendary Actions (CR10+), you can also grant them additional legendary action options from the **Extra Legendary Actions** table, which also do not cost VP.

Finally, if you wish to spend more Void Points for a given nightmare, you can increase the CR of any of the provided stat blocks by 1 to spend an additional 4 VP on Combat Traits for that nightmare.

MAKING IT TERRIFYING

Fighting a living nightmare should be the end of a story, rather than something random sprung upon the players. These nightmares primarily serve as a story device; a scary problem to solve. Whether it is a simple inconvenience or a civilization ending threat, it should be scary in its form and behavior—for inspiration, roll on the **Nightmare Narrative Ideas** table. Note that these traits are not intended to affect combat in any significant way.

MINOR NIGHTMARE

Medium aberration

CR 2
(450 XP, PB +2)

AC	12	(Natural Armor)	STR	DEX	CON	INT	WIS	CHA
HP	44	(8d8 + 8)	+3	+3	+1	+0	-1	0
SP	30ft		16	16	12	10	8	10

Saves. Int +2, Wis +1

Senses. Darkvision 60 ft., passive Perception 9

Born from the Void (3 Points | Void DC 12). The nightmare has 3 Void Points worth of Nightmare Combat Traits.

ACTIONS

>> **Multiattack.** It makes two rend or snipe attacks.

Rend (Melee, 5ft). **+5** to hit. | 1d8 + 3 (7) of a chosen type.

Snipe (Ranged, 20/60 ft). **+5** to hit. | 1d6 + 3 (6) of a chosen type.

MEDIUM NIGHTMARE

Medium aberration

CR 5
(1800 XP, PB +3)

AC	13	(Natural Armor)	STR	DEX	CON	INT	WIS	CHA
HP	78	(12d8 + 24)	+3	+3	+2	+1	+0	+1
SP	30ft		16	16	14	12	10	12

Saves. Int +4, Wis +3 | **Skills.** Perception +3

Senses. Darkvision 60 ft., passive Perception 13

Born from the Void (5 Points | Void DC 13). The nightmare has 5 Void Points worth of Nightmare Combat Traits.

ACTIONS

>> **Multiattack.** It makes two rend or snipe attacks.

Rend (Melee, 5ft). **+6** to hit. | 2d8 + 4 (13) of a chosen type.

Snipe (Ranged, 30/120 ft). **+6** to hit. | 2d6 + 4 (11) of a chosen type.

MAJOR NIGHTMARE

Large aberration

CR 10
(5900 XP, PB +4)

AC	14	(Natural Armor)	STR	DEX	CON	INT	WIS	CHA
HP	152	(16d10 + 64)	+4	+4	+4	+2	+1	+2
SP	30ft		18	18	18	14	12	14

Saves. Int +6, Wis +5, Cha +6 | **Skills.** Perception +5

Resistances. Nonmagical bludgeoning, piercing & slashing

Senses. Darkvision 120 ft., passive Perception 15

Born from the Void (8 Points | Void DC 15). The nightmare has 8 Void Points worth of Nightmare Combat Traits.

Nightmarish Resistance (1/Day). If the nightmare fails a saving throw, it can choose to succeed instead.

ACTIONS

>> **Multiattack.** It can use its Frightful Presence. It then makes two rend or snipe attacks.

Rend (Melee, 5ft). **+8** to hit. | 2d8 + 4 (13) of a chosen type.

Snipe (Ranged, 60/240 ft). **+8** to hit. | 2d6 + 4 (11) of a chosen type.

Frightful Presence (DC 15). For the description, see the sidebar on the right.

LEGENDARY ACTIONS (1 USE)

Strike. It makes one Rend or Snipe attack.

The nightmare can take a legendary action at the end of another creature's turn and regains expended use at the start of its turn.

COLOSSAL NIGHTMARE

Huge aberration

CR 15
(13000 XP, PB +5)

AC	15	(Natural Armor)	STR	DEX	CON	INT	WIS	CHA
HP	186	(16d12 + 80)	+5	+5	+5	+3	+2	+3
SP	30ft		20	20	20	16	14	16

Saves. Con+9, Int +6, Wis +7, Cha +8 | **Skills.** Perception +7

Resistances. Nonmagical bludgeoning, piercing & slashing

Senses. Darkvision 120 ft., passive Perception 17

Born from the Void (10 Points | Void DC 17). The nightmare has 10 Void Points worth of Nightmare Combat Traits.

Nightmarish Resistance (2/Day). If the nightmare fails a saving throw, it can choose to succeed instead.

ACTIONS

>> **Multiattack.** It can use its Frightful Presence. It then makes two rend or snipe attacks.

Rend (Melee, 5ft). **+10** to hit. | 2d8 + 5 (14) of a chosen type.

Snipe (Ranged, 80/320 ft). **+10** to hit. | 2d6 + 5 (12) of a chosen type.

Frightful Presence (DC 17). For the description, see the sidebar at the bottom of this page.

LEGENDARY ACTIONS (2 USES)

Strike. It makes one Rend or Snipe attack.

The nightmare can take a legendary action at the end of another creature's turn and regains expended uses at the start of its turn.

ARMAGEDDON NIGHTMARE

Gargantuan aberration

CR 20
(25000 XP, PB +6)

AC	17	(Natural Armor)	STR	DEX	CON	INT	WIS	CHA
HP	248	(16d20 + 80)	+6	+6	+5	+4	+3	+4
SP	30ft		22	22	20	18	16	18

Saves. Con+11, Int +10, Wis +9, Cha +10 | **Skills.** Perception +9

Immunities. Nonmagical bludgeoning, piercing & slashing

Senses. Darkvision 240 ft., passive Perception 19

Born from the Void (12 Points | Void DC 19). The nightmare has 12 Void Points worth of Nightmare Combat Traits.

Nightmarish Resistance (3/Day). If the nightmare fails a saving throw, it can choose to succeed instead.

ACTIONS

>> **Multiattack.** It can use its Frightful Presence. It then makes two rend or snipe attacks.

Rend (Melee, 5ft). **+12** to hit. | 2d8 + 6 (15) of a chosen type.

Snipe (Ranged, 80/320 ft). **+12** to hit. | 2d6 + 6 (13) of a chosen type.

Frightful Presence (DC 19). For the description, see the sidebar at the bottom of this page.

LEGENDARY ACTIONS (3 USES)

Strike. It makes one Rend or Snipe attack.

The nightmare can take a legendary action at the end of another creature's turn and regains expended uses at the start of its turn.

Frightful Presence. Each creature of the nightmare's choice within 120 feet that is aware of it must succeed on a Wisdom saving throw or be frightened for 1 minute. A creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success. If the creature's saving throw is successful or the effect ends for it, the creature is immune to the nightmare's Frightful Presence for the next 24 hours.

NIGHTMARE COMBAT TRAITS – D4 + D8

D4:			2		
D8	VP	Trait	D8	VP	Trait
1	1+	Anomalous. The creature gains immunity to up to four conditions, except for the incapacitated or unconscious conditions. It gains immunity to up to three more for every extra point spent on this trait.	1	1+	Plague Field. The area within 10 feet of the nightmare is considered difficult terrain. Any creature other than the nightmare that ends their turn within that area must make a Constitution saving throw or take 1d10 necrotic damage for every point spent on this trait.
2	1	Bestial Leap. If the nightmare moves at least 20 feet in a straight line towards a creature then hits a rend attack on the same turn, that target takes an extra 1d6 damage from the attack and must succeed on a Strength saving throw or be knocked prone.	2	1+	Reactive Skin. A creature that touches the nightmare or hits it with a melee attack while within 5 feet of it takes 1d10 damage for every point spent on this trait. The damage type is any of your choice.
3	1+	Berserk. While the nightmare is below half its maximum hit points, each rend or snipe attack it hits on its turn deals an extra 1d10 damage for every point spent on this trait.	3	1+	Regenerator. The nightmare regains 1d8 hit points at the start of its turn for each point spent on this trait. Also, choose one to three damage types. If the nightmare takes any of those damage types as damage, this trait doesn't function at the start of the nightmare's next turn. The nightmare dies only if it starts its turn with 0 hit points and doesn't regenerate.
4	1+	Bulky. When the nightmare rolls initiative, it gains 3d10 temporary hit points for every point spent on this trait. Also, the nightmare deals double damage to objects and structures.	4	1+	Resistant. The nightmare gains resistance to one damage type of your choice, plus resistance to two more damage types or every additional point spent on this trait (max 4 points spent). You can also forgo two damage type resistances gained through this trait to grant the nightmare immunity to one damage type of your choice. This trait cannot grant resistance or immunity to bludgeoning, piercing, or slashing damage.
5	1+	Burst. The nightmare gains a new attack option, now included once in its multiattack, that has a Recharge of 5-6. When used, the nightmare emits a burst of energy, either a 15 to 60 foot cone or a line of 30 to 100 feet long and 5 feet wide. (you choose the type and size). Creatures in that area must succeed on a Dexterity saving throw or take 2d6 damage for each point spent on this trait, or half as much on a success. You choose the damage type.	5	1+	Slash. The nightmare gains a new attack option, now included once in its multiattack, that has a Recharge of 5-6. When used, the nightmare slashes around it. Creatures within 15 feet of the nightmare must succeed on a Dexterity saving throw or take 2d6 damage for each point spent on this trait, or half as much on a success. The damage type is the same as the nightmare's rend.
6	1+	Flesh Eruption. When the nightmare first drops below half its maximum hit points, it erupts. Each creature within 10 feet of it must make a Dexterity saving throw or take 2d6 damage for each point spent on this trait, or half as much on a successful one. You choose the damage type.	6	1+	Tentacle. The nightmare gains a new attack option, now included once in its multiattack, with an equal attack bonus to its rend. It is a melee attack with a reach of 20 feet that deals 1d10 bludgeoning damage on a hit for each point spent on this trait. Also, when the nightmare hits a target with this attack, it can choose to pull that creature towards it until it is within 5 feet. The target is then also grappled by the nightmare. The nightmare can only have one creature grappled this way at a time.
7	1	Rush. As a bonus action, the nightmare can gain 1d6 temporary hit points. Then, it can move up to its speed towards a hostile creature it can see as a part of the same bonus action.	7	1+	Void Step. As a bonus action, the nightmare can teleport up to 30 feet to an unoccupied space it can see. Then, the next time it hits a rend attack this turn, it deals an extra 1d6 damage.
8	1+	Pierce. The nightmare gains a new attack option, now included once in its multiattack, that has a Recharge of 5-6 and an equal attack bonus to its rend. It is a melee attack with a reach of 10 feet that deals 3d8 damage for every point spent on this trait. On a hit, a target must also succeed on a Strength saving throw or fall prone. The damage type for the attack is the same as the nightmare's rend.	8	2	Flight. The nightmare gains a flying speed equal to its walking speed. If the nightmare is of the Colossal or Armageddon type, it also gains 1 AC.

D8	VP	Trait	D8	VP	Trait
1	2	Hunter. The nightmare has advantage on attack rolls against creatures so long as the target does not have an ally within 5 feet of it that isn't incapacitated.	1	3	Paranoia. When the nightmare hits a rend attack on its turn, it can force the target to make a Wisdom saving throw. On a failure, the target is frightened until the end of the nightmare's next turn.
2	2+	Slice & Dice. The nightmare gains a new attack option, now included once in its multiattack. When used, the nightmare moves up to its speed without provoking opportunity attacks. Each creature it passes within 5 feet of must make a Dexterity saving throw or take 2d6 damage for every 2 points spent on this trait, or half as much on a success. You choose the damage type.	2	3	Spellweaver. The nightmare gains the ability to innately cast spells. (Spell Save DC = Void DC, + to hit on spell attacks = the attack bonus of its rend attack). Choose one or more spells of 1st-level or higher for the nightmare—it can have non-combat utility spells of any level, such as <i>locate creature</i> or <i>pass without trace</i> . For spells usable in combat, such as <i>fear</i> or <i>fireball</i> , a minor nightmare can have spells of up to 2nd level and a medium nightmare or above can have spells up to 3rd level. Each of these combat spells must have a casting time of 1 action. The nightmare can cast all of the chosen spells at will and it requires no material components to cast the chosen spells. When the nightmare uses its multiattack, it can forgo two rend or snipe attacks to cast one of these spells.
3	2+	Feast. If the nightmare hits the first rend attack it makes on its turn, it can feast on the target. If it does, the target is grappled by the nightmare, and the target is restrained until this grapple ends. If the nightmare attempts to feast on a target it has already grappled through this trait, they are instead swallowed, and the grapple ends. While swallowed, the target is blinded and restrained, it has total cover against attacks and other effects outside the nightmare, and it takes 4d6 acid damage for every 2 points spent on this trait at the start of each of the nightmare's turns. The nightmare can have a number of creatures swallowed at a time equal to half the number of points spent on this trait. If the nightmare takes more damage than 10 times the points spent on this trait on a single turn from a swallowed creature, the nightmare must succeed on a DC15 Constitution saving throw at the end of that turn or regurgitate that creature, which falls prone in a space within 10 feet of the nightmare. If the nightmare dies, a swallowed creature is no longer restrained and can escape from the corpse by using 15 feet of movement, exiting prone. If the nightmare hits a creature with a rend attack as a part of a legendary action, it can spend a second legendary action to feast on the target.	3	4+	Bloodlust. The nightmare adds half the amount of points spent on this trait (rounded down) to its attack rolls against any creature that doesn't have all its hit points.
4	2+	Vampiric. The first time the nightmare hits a rend attack on each of its turns, it deals an extra 1d10 necrotic damage to the target for every 2 points spent on this trait. The nightmare then regains hit points equal to the extra damage dealt.	4	5	Dark Aura. While the nightmare has half its hit points or fewer, it radiates an aura of magical darkness in a 10 foot radius around itself. A creature with darkvision can't see through this darkness, and nonmagical light can't illuminate it.
5	2	Zombified. The nightmare's creature type changes to undead. It gains an immunity to poison damage and the poisoned condition. Also, if the nightmare is reduced to 0 hit points, it must make a Constitution saving throw with a DC of 5 + the damage taken, unless the damage is radiant or from a critical hit. On a success, the nightmare drops to 1 hit point instead.	5	5	Nimble. The nightmare gains 1 AC. If the nightmare is subjected to an effect that allows it to make a saving throw to take only half damage, it instead takes no damage if it succeeds on the saving throw, and only half damage if it fails.
6	3	Carapace. The nightmare gains 3 AC. After it is reduced below half its maximum hit points, its carapace breaks; it loses this AC bonus and instead gains an extra 20 feet movement speed.	6	6	Hypnotic Gaze. When a creature that can see the nightmare's face starts its turn within 30 feet of the it, the nightmare can force it to make a Wisdom saving throw if the nightmare isn't incapacitated and can see the creature. A creature that fails the save is stunned until the start of its next turn. Unless surprised, a creature can avert its eyes at the start of its turn to avoid the saving throw. If the creature does so, it can't see the nightmare until the start of its next turn, when it can avert its eyes again. If the creature looks at the nightmare in the meantime, it must immediately make the save.
7	3	Grasping. When the nightmare hits a rend attack, the target is grappled. Until this grapple ends, the target is restrained. The nightmare can only have one creature grappled this way at a time.	7	6	Magical Exposure. The nightmare has advantage on saving throws against spells and other magical effects.
8	3	Noxious. Any creature other than the nightmare that starts its turn within 5 feet of the it must succeed on a Constitution saving throw or be poisoned until the start of the creature's next turn. On a successful saving throw, the creature is immune to this trait for 1 hour.	8	6	Swift Invisibility. As a bonus action, the nightmare can magically turn invisible until its concentration ends (as if concentrating on a spell). Any equipment the nightmare wears or carries is invisible with it.



NIGHTMARE ADJUSTMENTS - D20

D20 Adjustment

- 1 **Ability Scores.** You can alter the Intelligence, Wisdom, or Charisma of the nightmare. This might change the nightmare's saving throw or skill bonuses (such as in Perception, which affects its passive Perception). You can also alter the Strength, Dexterity, or Constitution score of the nightmare, but do not alter its maximum hit points or the bonuses on any of its attacks.
- 2 **Saves.** You can switch which saving throws the nightmare is proficient in.
- 3 **Senses.** You can grant the nightmare tremorsense, truesight and/or echolocation up to any range. You can also remove the nightmare's darkvision or limit its senses (making it blind) beyond a certain radius.
- 4 **Size.** You can increase or decrease the size of the nightmare by one or two stages.
- 5 **Skills.** You can grant the nightmare proficiency in any number of new skills.
- 6 **Speed.** You increase the nightmare's speed by 10-30 feet. You can also grant it a swimming, climbing, and/or burrow speed equal to its walking speed. If the nightmare is of the Colossal or Armageddon type, you can also grant it a flying speed equal to its walking speed.
- 7 **Self-Sustaining.** You can have the nightmare not require food, drink, sleep, or air (or be able to breathe underwater).
- 8 **Chameleon.** You can grant the nightmare advantage on Dexterity (Stealth) checks.
- 9 **Ethereal.** You can grant the nightmare the ability to enter the ethereal plane from the material plane, or vice versa, as an action.
- 10 **Incorporeal.** You can grant the nightmare the ability to move through other creatures and objects as if they were difficult terrain. It takes 5 (1d10) force damage if it ends its turn inside an object.
- 11 **Instincts.** You can grant the nightmare advantage on initiative rolls.
- 12 **Invisibility.** You can grant the nightmare the ability to turn invisible as an action. It remains invisible until it attacks, or until its concentration ends (as if concentrating on a spell). Any equipment the nightmare wears or carries is invisible with it.
- 13 **Light Sensitive.** You can have the nightmare have disadvantage on attack rolls and Wisdom (Perception) checks while in bright light or sunlight.
- 14 **Lingual.** You can have the nightmare be able to speak, and/or read and write any number of languages. You can also grant it the ability to telepathically speak rather than, or in addition to, doing so audibly.
- 15 **Stretched.** You can grant the nightmare's rend attack a reach of 10 or 15 feet.
- 16 **Thunderous.** You can grant the nightmare thunderous strikes, allowing it to move any target it hits with a rend attack up to 10 feet in any direction, except upward.
- 17 **Wall Walker.** You can have the nightmare be able to climb difficult surfaces, including upside down on ceilings, without needing to make an ability check.
- 18 – 20 Re-roll

EXTRA LEGENDARY ACTION OPTIONS – D6

D6 Legendary Action Option

- 1 **Detect.** It makes a Wisdom (Perception) check.
- 2 **Recover.** The nightmare regains 1d8 hit points.
- 3 **Teleport.** The nightmare teleports up to 30 feet to an unoccupied space it can see.
- 4 **Rush.** The nightmare moves up to its speed towards a creature it can see.
- 5 **Adapt.** The nightmare gains resistance to one damage type of its choice, other than bludgeoning, piercing, or slashing, for the next minute or until it chooses another one through this legendary action.
- 6 **Swipe (Costs 2 Actions).** The nightmare swipes around itself. Creatures within 15 feet of the nightmare must succeed on a Dexterity saving throw or take 4d8 damage and be knocked prone. The nightmare can then move up to its speed without provoking opportunity attacks. The damage type is the same as the nightmare's rend.

14-U9H | Thank you Celeste, for explaining why two-demon cycles are better than their counterparts. And as we come to the end of the arcanocast, I'd like to acknowledge you, all the viewers who are watching. As of today, it's been a full year that I've been with the Rainy Report, and it warms my cold, robotic heart to know you're all listening in every day. We couldn't get this far without your engagement, or your support. As Prismatic Fall enters a new age, one where unnecessary violence against the cults won't be tolerated, a place like this where we can come together and be simply entertained is essential. Thank you for your encouragement, and thank you for your views.

– THE RAINY REPORT WITH FOURTEEN



NIGHTMARE NARRATIVE IDEAS - D6 + D10

D6 D10 Idea

- | | |
|---|--|
| <p>1 0 It eats the brains, hearts, or organs of victims.</p> <p>1 It consumes victims in their entirety.</p> <p>2 It steals memories, possibly doing so using the <i>modify memory</i> spell.</p> <p>3 It is invisible to any creature that can hear it. It controls small pests, rodents, or spiders.</p> <p>4 It hides in shadows, jumping between them.</p> <p>5 It can control shadows at will, including its own.</p> <p>6 It can perfectly mimic any sound it has heard.</p> <p>7 It teleports between damp areas, often appearing in public restrooms.</p> <p>8 It infects minds, granting it the ability to use the senses of those thralls or control them for short periods of time.</p> <p>9 It steals a particular body part of its victims, such as their arms or ears, and attaches them to itself.</p> <p>2 0 It sucks all of the fluid out of its victims.</p> <p>1 It has extremely long body parts, such as its tongue, arms, or fingernails.</p> <p>2 It cannot see, but it has incredible hearing.</p> <p>3 It steals some of the traits of victims it kills.</p> <p>4 It is bound to a particular object, such as a cauldron, which it occupies and moves with.</p> <p>5 It can polymorph into any one specific category of thing it has seen, such as humanoids, beasts, or objects.</p> <p>6 It steals faces from its victims. If a creature shows no emotion, it can't steal their face.</p> <p>7 It is born from a corrupted soul, which screams in agony from within.</p> <p>8 It taints objects it touches. Those objects exhaust other creatures that touch them.</p> <p>9 It steals the bodies of victims to use as new vessels.</p> <p>3 0 It can squeeze through extremely small gaps.</p> <p>1 It can teleport between specific types of locations to others of the same kind, such as the corners of rooms, inside closets, through doors, or under beds.</p> <p>2 It can teleport to any creature it has touched.</p> <p>3 It inflicts a disease upon touching a creature.</p> <p>4 It can create illusory images and sounds near it.</p> <p>5 It has a personal demiplane, which it can open a portal to on a wall or solid object.</p> <p>6 It stalks its victims from the Ethereal Plane before attacking in the Material Plane.</p> <p>7 It feeds on emotion itself, especially fear.</p> <p>8 It is angered by certain object shapes, such as spheres, cubes, or pyramids.</p> <p>9 It is of a flat, simple form, such as a floating triangle.</p> | <p>4 0 It resides within various types of mundane objects, morphing and altering them to form a body.</p> <p>1 It appears to be a humanoid, possibly deformed.</p> <p>2 It has bestial features, such as of a spider, an insect, a snake, or a dog.</p> <p>3 It emanates an odd gas which amplifies the internal doubts and anxieties of any who breathe it.</p> <p>4 It emits intense, thunderous booms when hungry.</p> <p>5 It spreads seeds or spores, and even more when it dies, which grow into copies of itself.</p> <p>6 It obsessively extinguishes sources of light.</p> <p>7 It knows the greatest desire of any creature it meets, and attempts to give them it in exchange for something of equal value.</p> <p>8 It only exists in dreams.</p> <p>9 It only hunts creatures who are sleeping.</p> <p>5 0 It teleports to a different location whenever there are no conscious observers that can see it.</p> <p>1 It steals the skin of victims and uses it as its own.</p> <p>2 It emits an invisible gas that makes creatures see the nightmare as inconceivably huge.</p> <p>3 It returns to an object after killing its victims, such as a grimoire or lamp, and comes out of it when the object is used.</p> <p>4 It can detach its jaw, opening it unnaturally wide.</p> <p>5 It can polymorph into a specific beast at will, such as a wolf or a bat.</p> <p>6 It can create large illusions in the area around it, altering the appearance of entire rooms, objects, and terrain.</p> <p>7 It creates controllable copies of its victims, which it uses to replace them.</p> <p>8 It creates desirable objects, such as food or money, that infect any creature who tries to use them.</p> <p>9 It always knows the location of any creature it has seen before.</p> <p>6 0 It hunts only those that are aware of its existence.</p> <p>1 It emits an aura that reinforces negative emotions of those close to it, especially anger.</p> <p>2 It is very charismatic.</p> <p>3 It can subtly influence the choices of those near it.</p> <p>4 It can alter the flow of time in areas it has been.</p> <p>5 It releases strange magic which makes it so its victims can't die, though they still feel pain.</p> <p>6 It steals the souls of its victims.</p> <p>7 It erases all of the memories of its victim from all creatures that knew of that victim, though physical evidence still remains.</p> <p>8 It can instantly alter the contents of any book or piece of writing it touches.</p> <p>9 It emits a field that causes magical effects to do the opposite of what they do normally.</p> |
|---|--|



GOGGLES [Goggles stands staring at a mirror in a dirty bathroom, soaked in blood and tears, and gripping an axe in one hand.]

This... everything we've done, taking the fight straight to the cults. We did it. They know we're here, that our concerns can't be ignored, that there are too many of us to ignore. It was the first step in our journey, but it was the most important one.

[Out of breath, Goggles holds his side. He looks unsure.]

Reverb is gone. As far as I can tell he was killed in the fighting, but his words inspired us all. He will live on, here, in this show. Reverb trusted me to be there and cast his words out towards you, and while he might be stuck in a Soul Battery somewhere, I still want to be here to carry on his work. I believe in this, just as much as all of you do. We have a voice, and a cause. Now we just have to finish the last little bit. Kick 'em while they're down.

[The bathroom door bangs open, stone chips go flying as it rebounds off the wall. A man, threatening, familiar, enters the room with a pistol in hand. His eyes shine with the remnants of a *channel senses* spell, and there's blood all over him]

REVERB Did you really think you'd seen the last of me? The rebellion has just begun, we have much to get done and we need to get out of here before the cults catch up with us.

[Reverb spins Goggles around, grips his shoulders, and looks into his eyes.]

It's up to all of you now, there is only so much I can do. The cults are running, their tails are between their legs! Hah, if Chatterbox were here to see this now. I know all of you have my back, our backs. Keep pushing, keep fighting, don't stand for any of it. **We're going to make this city our own.**

[*channel senses* ends.]

GUTTER GOSSIP

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WELCOME TO A MAGIC-FUELED FUTURE

Welcome to a world where your personal sidearm uses your body's mana as ammo and a vicious demon fuels the engine of your brand new ride. It's a world where spellslingers and mercenaries fight side-by-side against nightmarish monsters in the streets, while corporate cults are blinded by their pursuit of wealth and power. It's a world where every resource is pushed to its limit using arcane technology. When you die, not even your soul is safe. Mana fuels this ever-advancing society, and there is no richer source than the soul of a humanoid. This world is also one of opportunity and vicious beauty, it's a place of complex mysteries, unimaginable heists, exotic, dangerous locations, and death-defying battles. It's a place where risk-takers can truly thrive and where action hides behind every corner.

